VISIT…

ILL WIND IN FRIEZFORD

An adventure for four 14th-level characterss

Credits

Design:	Skip and Penny Williams
Editing:	Miranda Horner
Cartography:	Todd Gamble
Typesetting:	Nancy Walker
Web Production:	Julia Martin
Web Development:	Mark A. Jindra
Graphic Design:	Sean Glenn, Cynthia Fliege

Based on the original DUNGEONS & DRAGONS® game by E. Gary Gygax and Dave Arneson and on the new edition of the DUNGEONS & DRAGONS game designed by Jonathan Tweet, Monte Cook, Skip Williams, Rich Baker, and Peter Adkison.

d20 system

D&D, DUNGEONS & DRAGONS, DRAGON, FORGOTTEN REALMS, and DUNGEON MASTER are registered trademarks owned by Wizards of the Coast, Inc. The RPGA and d20 logo are trademarks owned by Wizards of the Coast, Inc. All Wizards characters, character names, and the distinctive likenesses thereof are trademarks owned by Wizards of the Coast, Inc.

This material is protected under the copyright laws of the United States of America. Any reproduction or unauthorized use of the material or artwork contained herein is prohibited without the express written permission of Wizards of the Coast, Inc.

This product is a work of fiction. Any similarity to actual people, organizations, places, or events is purely coincidental.

This Wizards of the Coast game product contains no Open Game Content. No portion of this work may be reproduced in any form without written permission. To learn more about the Open Gaming License and the d20 System License, please visit www.wizards.com/d20.

©2003 Wizards of the Coast, Inc.

All rights reserved.

Made in the U.S.A.

Introduction

What haunts the woods surrounding the ghost town of Friezford? And what lurks in the shattered remains of its buildings? Are there really ghosts in Friezford? Or does the place hide more material dangers?

The mountain village of Friezford has been dead, but not entirely abandoned, for generations. Friezford is literally a ghost town, where spirits, both malevolent and benign, struggle to prevail. Outside the village, fearsome beasts and strange invaders from the depths of the earth stalk the shadows.

More than a century ago, Friezford was thriving and well on its way to becoming a small town. The economic heart of the village was Friezford Inn, a rambling stone edifice that served as a gathering place for local farmers and a much-appreciated rest stop for travelers, merchants, and adventurers crossing the mountains.

Well-kept farms ringed the village, keeping the inn supplied with simple, but high-quality fare, and the budding town had been gifted with a beautiful temple of Pelor, built by members of the local Friez family, who were successful merchants and landowners. The Friezes had lent their name to the settlement and founded the inn.

Phalloides Friez, high priest of the temple, ministered to travelers, villagers, and farm folk alike. Friezford's quiet prosperity gave Phalloides free reign to leave the community from time to time and go adventuring, and his successes only enhanced Friezford's growing wealth and reputation. The Friezford area became so well known for its abundance and friendliness that it even attracted a rare colony of good-aligned, peace-loving drow, who settled in a secluded valley less than a day's walk from the village. The drow named their community Hidden Dell.

Alas, prosperity can be a fleeting thing, and a series of disasters proved Friezford's undoing.

First, a deadly plague (probably brought to the village by a passing caravan) wiped out nearly a third of the population in only a month. Phalloides Friez, who might have stopped the deadly disease before it could take hold in the community, was away adventuring and unaware of Friezford's agony.

While the citizens of Friezford and their neighbors struggled to deal with the plague, two additional misfortunes befell them. A band of marauding werebeasts, drawn by the area's growing wealth, took advantage of the community's period of weakness and swept over the area, wiping out farmsteads one by one and tightening a noose around the hapless community.

Unbeknownst to either the werebeasts or the villagers, a band of evil drow had also come to the area, seeking to locate and destroy the surface drow community nearby. Between the werebeasts and the drow, no attempt by the people of Friezford to send for help succeeded, and the village was sacked and utterly destroyed.

Before the invaders could destroy the drow community at Hidden Dell, however, Phalloides Friez arrived on the scene. Gathering up the survivors (mostly good drow), he led a counterattack, routing the werebeasts and sending the evil drow fleeing back to the Underdark. But the victory proved a hollow one for Phalloides Friez. The cleric fell into a fit of despair and self-loathing over his failure to save his community, and he died of grief. The survivors of Hidden Dell buried the cleric with full honors (but in an unmarked grave) in the Friezford graveyard and fled the area to establish a new community far from the scene of the disaster.

The people of Friezford are a hardy and stubborn lot, however, and a few among them refused to let death shatter their dreams of establishing a real town. One by one their spirits returned and attempted to resume their mortal lives. Many of the werebeasts also proved too stubborn to die quietly, and their spirits also returned to menace the town. These developments caused Phalloides Friez to join the ranks of the unquiet dead, and the priest still seeks to shield the villagers from the werebeasts and other dangers, though he himself is not free to roam, as the other ghosts are.

To end the threats to the surrounding areas and lay the ghosts of Friezford to rest, the characters must drive off the evil drow, find and free Phalloides Friez, retrieve the parish register from its resting place, and take it, along with pen and ink, to Phalloides in the Ethereal Plane so that he can record the deaths of the townsfolk in the proper manner. Once this is done, he and the party must face down and turn or destroy the remaining ghost lycanthropes. At that point, Phalloides himself, the last of the ghosts, can rest.

Friezford Today

Most of Friezford's ghostly inhabitants are farmers and soldiers killed during the werebeasts' final assault. They are content to go through the motions of their daily lives, working the land and growing meager crops in their gardens and fields. They have restored only one building: a large stone barn where the villagers made their last stand against the werebeasts. The ghosts keep the barn in near-perfect condition, and it serves as the center of their world. The foundations of the church and inn remain, but the evil drow stripped away most of the stone to build an outpost in Hidden Dell. The ghosts of Friezford, long accustomed to regarding drow as friends, made no objection. The ghost of Phalloides Friez, who knows a good drow from an evil one, tried to interfere, but the drow have trapped him in a crypt below the ruined church. The ghostly villagers are content to leave the other buildings of the town, including their own homes, in ruins, for they see the structures as they once were, not as they are now.

The ghost werebeasts occasionally menace the town, but they crave living prey and there is little of that to be had in Friezford. Thus, they comb the area around the ruined village on most moonlit nights, seeking live victims.

The evil drow who have taken over Hidden Dell were at first amazed and confused by the ghostly activity in Friezford. They soon learned to turn it to their advantage, however, and now they reap most of the benefits from the ghosts' agricultural activities, helping themselves to the villagers' crops and livestock. They have an uneasy alliance with the ghost werebeasts but tend to avoid them when possible.

The Land

The area around Friezford is a wide mountain valley. Though farms once filled the whole valley, the forest has reclaimed almost the entire area, except for parts of the village, which the ghosts have kept clear. Along the streams are some alders and other hardwoods; the rest is evergreen forest. Caravan trails cut through the woods at various points, though they are little used these days, since there is no longer a convenient rest stop here for travelers, and the ghostly werebeasts and evil drow pose a significant danger. Nights tend to be very cool, even in the summer, thanks to the elevation, and the valley is prone to sudden thunderstorms and heavy fog as clouds gather around the surrounding mountain peaks.

Preparation

You, the Dungeon Master (DM), need a copy of the *Player's Handbook*, the *Dungeon Master's Guide*, and the *Monster Manual* to use this adventure. Boxed text that appears throughout this adventure is player information, which you can read aloud or paraphrase when appropriate. Monster and NPC statistics are provided with each encounter in abbreviated form or, where appropriate, the proper page in the *Monster Manual* is referenced.

New Ghost Special Abilities

The ghosts of Friezford have three new ghost abilities. One, ability drain, is an attack connected with their incorporeal touch attacks. The others, manifest object and dimension door, are special qualities, which not every ghost has.

Most of the ghosts of Friezford have a new special quality called manifest object. This ability allows them to manifest up to two objects of their choice as corporeal, material items and manipulate them normally, even though they themselves are incorporeal when manifested.

Ability Drain: The ghosts of Friezford can each drain one ability score with a successful incorporeal touch attack.

Dimension Door (Su): Only the ghost soldiers of Friezford (see area 6) have this ability. It functions just like the spell of the same name.

Manifest Object (Su): When manifested, a ghost also can cause two items it carries to materialize. A manifested item affects material objects and creatures just like any normal object can. A manifested object vanishes when no ghost is touching it, unless the site where the object is manifested has a special effect on the duration of this ability (see area 5).

Ghosts of Friezford

No less than forty-three ghosts currently inhabit Friezford. As a group, they resemble the hardworking, honest commoners they were in life. The bulk of Friezford's ghosts belong to one of the following groups.

Youthful Ghosts: These ghosts were older adolescents in life. They tend to be well fed and a little rawboned, with smooth skin and bright eyes. Many of them wear clothes that seem just a bit too small for them. They tend to be the most polite and the least suspicious of the Friezford residents. Youthful ghosts have a friendly initial attitude (see Table 5–3 in the *Dungeon Master's Guide*) toward most strangers.

Youthful Friezford Ghost: Male or female human ghost Com 1; CR 2; Medium-size undead (incorporeal); HD 1d12; hp 6; Init +0; Spd fly 30 ft. (perfect); AC 12, touch 12, flat-footed 12; Atk +0 melee touch (1d4 Charisma, incorporeal touch), or +0 melee (1d6, manifested quarterstaff); SA Charisma drain 1d4, telekinesis; SQ manifest object, manifestation, rejuvenation, turn resistance +4, undead traits; AL NG; SV Fort +0, Ref +0, Will +0; Str —, Dex 11, Con —, Int 10, Wis 10, Cha 14.

Skills and Feats: Handle Animal +7, Hide +8, Listen +8, Profession (farmer) +5, Search +8, Spot +11, Use Rope +3; Simple Weapon Proficiency (quarterstaff), Skill Focus (Handle Animal), Skill Focus (Profession [farmer]).

Charisma Drain (Su): This effect permanently reduces a living opponent's Charisma score by 1d4 points when a youthful Friezford ghost hits with an incorporeal touch attack, or twice that amount on a critical hit. The ghost heals 5 points of damage (or 10 on a critical hit) whenever it drains Charisma, gaining any excess as temporary hit points.

Telekinesis (Su): A youthful Friezford ghost can use *telekinesis* (caster level 12th) as a standard action. Once it uses this power, it must wait 1d4 rounds before using it again. A youthful Friezford ghost can try to grab a creature or its equipment with this ability (Will DC 12 resists). If the ghost uses the power to hurl an object at a creature, the attack bonus is +0.

Manifest Object (Su): When manifested, a youthful Friezford ghost also can cause two items it carries to materialize. A manifested item affects material objects and creatures just like any normal object can. A manifested object vanishes when no ghost is touching it, except in the barn (area 5).

Manifestation (Su): A youthful Friezford ghost dwells on the Ethereal Plane, and as an ethereal creature, it cannot affect or be affected by anything in the material world. When a ghost manifests, it partly enters the Material Plane and becomes visible but incorporeal there. A manifested ghost can strike with its touch attack, a ghost touch weapon, or a manifested weapon. A manifested ghost also remains partially on the Ethereal Plane, where it is not incorporeal. It can be attacked by opponents on either the Material or Ethereal Plane. The ghost's incorporeality helps protect it from foes on the Material Plane, but not from foes on the Ethereal Plane. When manifested, the ghost can be harmed only by other incorporeal creatures, +1 or better magic weapons, spells, spell-like abilities, or supernatural abilities. It is immune to all nonmagical attack forms and has a 50% chance to ignore any damage from a corporeal source (except for force effects, such as *magic missiles*, and attacks made with ghost touch weapons). A manifested ghost can pass through solid objects (but not force effects) at will. Its attacks ignore natural armor, armor, and shields, though deflection bonuses and force effects work normally. It always moves silently (cannot be heard with Listen checks unless desired).

Rejuvenation (Su): A youthful Friezford ghost that would otherwise be destroyed returns to its old haunts in 2d4 days with a successful level check (1d20 + 1) against DC 16. To prevent a ghost from rejuvenating, specific steps unique to that ghost (see below) must be taken to lay it to rest.

Turn Resistance (Ex): A youthful Friezford ghost is treated as a 5-HD undead for the purpose of turn, rebuke, command, or bolster attempts.

Undead Traits: A youthful Friezford ghost is immune to poison, *sleep,* paralysis, stunning, disease, death, effects, necromantic effects, mind-affecting effects, and any effect requiring a Fortitude save unless it also works on objects. It is not subject to critical hits, subdual damage, ability damage, ability drain, or energy drain. Negative energy heals it, and it is not at risk of death from massive damage but is destroyed at 0 hit points or less. A youthful Friezford ghost has darkvision (60-foot range). It cannot be raised, and resurrection works only if it is willing.

Ethereal Plane: The following changes to the above statistics are in effect against opponents on the Ethereal Plane: Medium-size undead; AC 10, touch 10, flat-footed 10; Atk +1 melee (1d6+1, quarterstaff); Str 13.

Mature Ghosts: These ghosts were adults in life and served as the backbone of the community. They make up the bulk of ghosts of Friezford**.** Mature ghosts tend to look lean and a little weather-beaten, but otherwise healthy. They wear good quality homespun clothes and each usually carries a manifested tool, such as a pitchfork, hammer, or hoe. These ghosts have actually gained a level of commoner since becoming ghosts.

Mature ghosts think of themselves as busy, hard-working people (and in a sense, they are), with little time for small talk. Mature ghosts have an indifferent initial attitude (see Table 5–3 in the *Dungeon Master's Guide*) toward most strangers.

Mature Friezford Ghost: Male or female human ghost Com 2; CR 3; Medium-size undead (incorporeal); HD 2d12; hp 13; Init +0; Spd fly 30 ft. (perfect); AC 12, touch 12, flat-footed 12; Atk +1 melee touch (1d4 Charisma, incorporeal touch), or +1 melee (1d6, manifested quarterstaff); SA Charisma drain 1d4, telekinesis; SQ manifest object, manifestation, rejuvenation, turn resistance +4, undead traits; AL NG; SV Fort +0, Ref +0, Will +0; Str —, Dex 11, Con —, Int 10, Wis 10, Cha 14.

Skills and Feats: Handle Animal +8, Hide +8, Listen +8, Profession (farmer) +6, Search +8, Spot +12, Use Rope +3; Simple Weapon Proficiency (quarterstaff), Skill Focus (Handle Animal), Skill Focus (Profession [farmer]).

Charisma Drain (Su): This effect permanently reduces a living opponent's Charisma score by 1d4 points when a mature Friezford ghost hits with an incorporeal touch attack, or twice that amount on a critical hit. The ghost heals 5 points of damage (or 10 on a critical hit) whenever it drains Charisma, gaining any excess as temporary hit points.

Telekinesis (Su): A mature Friezford ghost can use *telekinesis* (caster level 12th) as a standard action. Once it uses this power, it must wait 1d4 rounds before using it again. A mature Friezford ghost can try to grab a creature or its equipment with this ability (Will DC 13 resists). If the ghost uses the power to hurl an object at a creature, the attack bonus is +1.

Manifest Object (Su): When manifested, a mature Friezford ghost also can cause two items it carries to materialize. A manifested item affects material objects and creatures just like any normal object can. A manifested object vanishes when no ghost is touching it, except in the barn (area 5).

Manifestation (Su): A mature Friezford ghost dwells on the Ethereal Plane, and as an ethereal creature, it cannot affect or be affected by anything in the material world. When a ghost manifests, it partly enters the Material Plane and becomes visible but incorporeal there. A manifested ghost can strike with its touch attack, a ghost touch weapon, or a manifested weapon. A manifested ghost also remains partially on the Ethereal Plane, where it is not incorporeal. It can be attacked by opponents on either the Material or Ethereal Plane. The ghost's incorporeality helps protect it from foes on the Material Plane, but not from foes on the Ethereal Plane. When manifested, the ghost can be harmed only by other incorporeal creatures, +1 or better magic weapons, spells, spell-like abilities, or supernatural abilities. It is immune to all nonmagical attack forms and has a 50% chance to ignore any damage from a corporeal source (except for force effects, such as *magic missiles,* and attacks made with ghost touch weapons). A manifested ghost can pass through solid objects (but not force effects) at will. Its attacks ignore natural armor, armor, and shields, though deflection bonuses and force effects work normally. It always moves silently (cannot be heard with Listen checks unless desired).

Rejuvenation (Su): A mature Friezford ghost that would otherwise be destroyed returns to its old haunts in 2d4 days with a successful level check (1d20 + 2) against DC 16. To prevent a ghost from rejuvenating, specific steps unique to that ghost (see below) must be taken to lay it to rest.

Turn Resistance (Ex): A mature Friezford ghost is treated as a 6-HD undead for the purpose of turn, rebuke, command, or bolster attempts.

Undead Traits: A mature Friezford ghost is immune to poison, *sleep,* paralysis, stunning, disease, death, effects, necromantic effects, mind-affecting effects, and any effect requiring a Fortitude save unless it also works on objects. It is not subject to critical hits, subdual damage, ability damage, ability drain, or energy drain. Negative energy heals it, and it is not at risk of death from massive damage but is destroyed at 0 hit points or less. A mature Friezford ghost has darkvision (60-foot range). It cannot be raised, and resurrection works only if it is willing.

Ethereal Plane: The following changes to the above statistics are in effect against opponents on the Ethereal Plane: Medium-size undead; AC 10, touch 10, flat-footed 10; Atk +2 melee (1d6+1, quarterstaff); Str 13.

Grizzled Ghosts: These ghosts were elder members of the community in life, and though past their prime, they still work. Their clothing is well worn, but of the very best quality. Grizzled ghosts tend to be very lean, a little stooped, and also a little wrinkly. Like the mature ghosts, each usually has a manifested tool in hand. These ghosts have also gained levels of commoner since becoming ghosts.

Grizzled ghosts are the most talkative of the Friezford ghosts. They have a friendly initial attitude (see Table 5–3 in the *Dungeon Master's Guide*) toward most strangers.

Grizzled Friezford Ghost: Male or female human ghost Com 4; CR 5; Medium-size undead (incorporeal); HD 4d12; hp 26; Init +1; Spd fly 30 ft. (perfect); AC 13, touch 13, flat-footed 12; Atk +4 melee touch (1d4 Charisma, incorporeal touch), or +3 melee (1d6, manifested quarterstaff); SA Charisma drain 1d4, telekinesis; SQ manifest object, manifestation, rejuvenation, turn resistance +4, undead traits; AL NG; SV Fort +1, Ref +2, Will +1; Str —, Dex 12, Con —, Int 10, Wis 10, Cha 14.

Skills and Feats: Handle Animal +11, Hide +9, Listen +8, Profession (farmer) +9, Ride (horse) +3, Search +8, Spot +12, Use Rope +4; Simple Weapon Proficiency (quarterstaff), Skill Focus (Handle Animal), Skill Focus (Profession [farmer]), Weapon Focus (incorporeal touch).

Charisma Drain (Su): This effect permanently reduces a living opponent's Charisma score by 1d4 points when a grizzled Friezford ghost hits with an incorporeal touch attack, or twice that amount on a critical hit. The ghost heals 5 points of damage (or 10 on a critical hit) whenever it drains Charisma, gaining any excess as temporary hit points.

Telekinesis (Su): A grizzled Friezford ghost can use *telekinesis* (caster level 12th) as a standard action. Once it uses this power, it must wait 1d4 rounds before using it again. A grizzled Friezford ghost can try to grab a creature or its equipment with this ability (Will DC 14 resists). If the ghost uses the power to hurl an object at a creature, the attack bonus is +3.

Manifest Object (Su): When manifested, a grizzled Friezford ghost also can cause two items it carries to materialize. A manifested item affects material objects and creatures just like any normal object can. A manifested object vanishes when no ghost is touching it, except in the barn (area 5).

Manifestation (Su): A grizzled Friezford ghost dwells on the Ethereal Plane, and as an ethereal creature, it cannot affect or be affected by anything in the material world. When a ghost manifests, it partly enters the Material Plane and becomes visible but incorporeal there. A manifested ghost can strike with its touch attack, a ghost touch weapon, or a manifested weapon. A manifested ghost also remains partially on the Ethereal Plane, where it is not incorporeal. It can be attacked by opponents on either the Material or Ethereal Plane. The ghost's incorporeality helps protect it from foes on the Material Plane, but not from foes on the Ethereal Plane. When manifested, the ghost can be harmed only by other incorporeal creatures, +1 or better magic weapons, spells, spell-like abilities, or supernatural abilities. It is immune to all nonmagical attack forms and has a 50% chance to ignore any damage from a corporeal source (except for force effects, such as *magic missiles,* and attacks made with ghost touch weapons). A manifested ghost can pass through solid objects (but not force effects) at will. Its attacks ignore natural armor, armor, and shields, though deflection bonuses and force effects work normally. It always moves silently (cannot be heard with Listen checks unless desired).

Rejuvenation (Su): A mature Friezford ghost that would otherwise be destroyed returns to its old haunts in 2d4 days with a successful level check (1d20 + 4) against DC 16. To prevent a ghost from rejuvenating, specific steps unique to that ghost (see below) must be taken to lay it to rest.

Turn Resistance (Ex): A grizzled Friezford ghost is treated as an 8-HD undead for the purpose of turn, rebuke, command, or bolster attempts.

Undead Traits: A grizzled Friezford ghost is immune to poison, *sleep,* paralysis, stunning, disease, death, effects, necromantic effects, mind-affecting effects, and any effect requiring a Fortitude save unless

it also works on objects. It is not subject to critical hits, subdual damage, ability damage, ability drain, or energy drain. Negative energy heals it, and it is not at risk of death from massive damage but is destroyed at 0 hit points or less. A grizzled Friezford ghost has darkvision (60-foot range). It cannot be raised, and resurrection works only if it is willing.

Ethereal Plane: The following changes to the above statistics are in effect against opponents on the Ethereal Plane: Medium-size undead; AC 11, touch 11, flat-footed 10; Atk +3 melee (1d6+1, quarterstaff); Str 13.

Laying the Ghosts to Rest

Only the ghost of Phalloides Friez can lay Friezford's ghosts to rest, and he must record their names and the date of their deaths in the parish register to do so. Since he is the only ghost in Friezford who cannot manifest objects, the register must be found and taken to him on the Ethereal Plane for him to accomplish this task. At present, the parish register is in his unmarked grave beside the foundation of the church.

Once the villagers are laid to rest, the ghost lycanthropes have no more purpose for staying, so they can be laid to rest with a successful turning attempt. After both the villagers and the ghost lycanthropes are laid to rest, Phalloides's job is done, and he too can rest.

Phalloides has known how to put the villagers to rest for some time, but he hasn't done so both because he is trapped (see area 6) and because of his inability to use pen, ink, or book except on the Ethereal Plane.

Dealing with the Ghosts

The ghost villagers of Friezford pose little danger to the PCs in this adventure. Their role is strictly to provide an air of mystery about Friezford and to inject a little humor into the proceedings. Fighting the ghosts could be risky, however, since their Charisma draining and telekinesis powers could bring down an unlucky foe pretty quickly, and the PCs have absolutely nothing to gain by fighting them.

Getting information out of the ghosts can prove a trying process. Although they still possess all of their mental faculties, they usually seem absentminded or forgetful when dealing with outsiders. The ghosts are completely focused on carrying out the daily activities of their previous lives, and they care nothing about events that have no impact on those chores. Thus, they tend to forget conversations they have just had, and they prove equally forgetful about meetings with strangers. They are just as friendly as they were in life, but their narrow point of view can make them seem aloof or scatterbrained, for they are always impatient to get back to whatever they were doing before a stranger visited. Though they instinctively know they are dead, they don't like to admit it.

A villager's typical remarks to a stranger might be something like those given below.

- "Sure was cold last night. Hope we don't get an early frost this fall." (This statement is the same regardless of what the weather happens to be like at the time. Though the ghosts are quite capable of managing their farming activities to coincide with current weather conditions, and though they plant and harvest on time, water when needed, and so forth, they always speak as though it were already fall, since the attack that wiped out the village occurred in early autumn.)
- "Well, can't talk all day. Gotta get (the fence mended, the barn mucked out, the jam made, the livestock watered, and so on)."
- "Seems plenty warm today. Hope we don't get another thunderstorm. Raises the dickens with the crops. Not that we couldn't use the rain. Not too much, though. Fields'll get muddy."
- "There's always somethin' goin' wrong with the farmhouse. Had to patch the plaster in the kitchen yesterday." (This comment is the same regardless of whether a structure still exists where the farmhouse once was or not.)
- "Gotta get busy. Don't like to have to do too much on Saturday; that's the day for the family. Course, Sundays are for the Lord." (This comment is the same regardless of what day of the week it is. The Lord mentioned is Pelor.)

Characters who spend any amount of time in the Friezford area might pose some specific questions to the ghosts they meet. Here are some possible questions and their answers:

Q: "When did you die?"

A: "Die! Well I never! I'm here talking to you, ain't I?"

Notes: As mentioned earlier, the ghosts of Friezford tend to be a little stubborn about admitting they're dead. Persistent characters can get at the truth by demonstrating to the ghost that it is indeed dead. The best way is by swatting the ghost with a non-magic weapon. This upsets the ghost (and changes its attitude to unfriendly) but does not hurt it. Once the ghost's invulnerability to attack has been

demonstrated, a successful Diplomacy check (to shift the ghost's attitude to friendly) is sufficient for the ghost to relate the tale of its demise (see the Adventure Background section) about 100 years ago. The ghosts don't actually know the current date, but they know the date when they died.

The ghosts all believe that things would have gone better for Friezford if only their priest, Phalloides Friez, had been there. "Nothing ever went right around here unless Phalloides was on hand to give his blessing, but he was too big a man for this little village, and he had to go away often."

Q: "What were the circumstances of your death?"

A: "Well, first, there was the big plague. Wiped out most of the village, it did. Then came the werebeasts. They wrecked everything and trapped us in the barn. It was horrible! We fought best we could, but they got in and wiped us out."

Notes: This question does not work unless the ghost is first persuaded to admit it is dead. The ghosts do not recall how they came to be buried under the barn.

Q: "Why are you still among the living?"

A: "I don't really know. It seems like I need to do something, or have something done. When I look at where my body is buried, something just doesn't seem right."

Notes: This question also does not work unless the ghost is first persuaded to admit it is dead. As for the remarks, the ghost is correct. The ghosts of Friezford will remain uneasy until their priest, Phalloides Friez, properly records their deaths in the parish ledger, which is currently buried in his unmarked grave in the village graveyard (area 7).

Q: "What about all these drow around here?"

A: "They're our friends and neighbors—wouldn't hurt a fly. I've heard tell some of 'em are pretty bad, but that goes for most folks!"

Notes: As mentioned earlier, the ghosts of Friezford regard any drow as a friend and will not believe otherwise unless they actually see a drow doing something bad. Even then, the ghost is likely to either laugh off the incident or promptly forget it.

Other Ghosts

Also haunting the Friezford area are six ghost lycanthropes and their two ghost dire wolf companions. These ghosts are savage monsters that love to kill. They can be laid to rest only after the villagers of Friezford have been laid to rest. Once the ghosts of Friezford are gone, a simple turning by a cleric suffices to lay the others to rest.

Getting the Characters Involved

The characters may just stumble across the ruins of Friezford while crossing the mountains on some errand of their own. When the party gets near the village, simply run the first event. To help ensure that the party is interested enough in the area to see the adventure through to its conclusion, try using one of these adventure hooks:

- The characters hear rumors of a "wild hunt." The wild hunt is reputed to be a supernatural event that occurs whenever a great evil arises in the land. This wild hunt occurs in an isolated mountain valley that once held some prosperous farms but has been long abandoned. There's no telling what evil might have come to the area and sparked the wild hunt.
- The characters are asked to serve as advance scouts for a caravan that plans to pass through the ruined village of Friezford. The place offers a good campsite, but it has developed a sinister reputation lately. Travelers passing through the area report fiery-eyed beasts and stealthy brigands lurking in the woods.
- The characters hear rumors of a band of slavers operating out of a remote mountain valley that once held a thriving village. Local authorities haven't identified or stopped the group. However, some people are missing, and there is a small reward (see area 9) for finding and returning these individuals. Perhaps the slavers have these people.
- The characters discover a description of the *Mace of Phalloides*, a magic weapon reputed to be a bane of the undead. The weapon disappeared generations ago and was presumed destroyed, but it is nonetheless considered a lost relic of the church of Pelor.

Character Inquiries

Friezford has all but vanished from living memory, but characters can learn some information about the place in any number of ways.

Friezford and Environs
N
8
7
8
Covered Pit
1
5
6
8A
4
3
2
Feysong River
8
1
8B
8
1
To Hidden Dell
9
8
Legend
Ruins
Crop Circle
Trail
Field or Crops
Ford in the River
0 20 40 60 Yards

Gather Information

If a PC goes to any nearby town, spreads around a little gold, and makes a successful Gather Information check (DC 15), he or she can learn the following:

- About a hundred years ago, a terrible plague wiped out the village of Friezford, which was an important caravan stop on the trail over the mountains back then.
- Friezford is haunted by ghosts eager to repopulate their village by kidnapping the living.
- Other Friezford spirits seek to hunt down and slay intelligent creatures—just for sport. In any case, anyone who disappears near Friezford is never seen among the living again.

These rumors are mostly true. The drow lurking in the area are responsible for the disappearances, and the ghosts of Friezford don't hunt intelligent beings—it's the ghost lycanthropes in the area who do.

Bardic Knowledge

A successful bardic knowledge check (DC 10) reveals the same information that a successful Gather Information check does. A successful bardic knowledge check (DC 15) also reveals that the Friezford Inn was once famous for its high-quality inn and that the village boasted a large church of Pelor whose high priest, Phalloides Friez, was a famous adventurer. A successful bardic knowledge check (DC 20) additionally reveals that Friezford once had a small colony of good drow living nearby. A successful bardic knowledge check (DC 25) additionally reveals the information give in the Church of Pelor section, below.

Church of Pelor

A successful Knowledge (religion) check (DC 20) reveals that one Phalloides Friez was an adventurer who lived in the mountain village of Friezford, which was named after his family. After living a privileged childhood, he became high priest of a sizable church that sat near an important caravan route. Phalloides became famous not only for bringing the word and aid of Pelor to travelers using the caravan route, but also for his undead-hunting forays around the world. Phalloides was very good at undead hunting, and his personal weapon, a heavy mace, was said to be a bane of the undead. Phalloides vanished nearly a hundred years ago after a plague decimated his hometown then lycanthropes overran it.

Events

These encounters can happen almost anywhere in the Friezford area (unless noted otherwise in the event description), and they can occur in any order. Simply use them as the characters' actions warrant.

Event 1: The Wild Hunt (EL 14)

The wild hunt occurs when the PCs are in the woods at night. Two of the ghost werewolves who haunt the Friezford area have decided to go hunting farther afield in search of prey. Four advanced dire wolves accompany them. Travelers who have seen such packs in the past have mistaken them for the legendary wild hunt, which has given rise to the rumors about that event that the PCs may have heard.

Read or paraphrase the following:

> The night has grown unseasonably chilly. Scudding clouds overhead allow only feeble moonlight to peep through, and the faint glow serves only to enhance the air of menace about the dark forest. Shadows seem to move through the trees, and in the distance the howl of a wolf can be heard. Then another, and another!
>
> The rising breeze carries the scent of damp pine trees, followed by a less wholesome odor, rank and sour, like old sweat. Branches sway and twigs snap in a rising chorus that sweeps ever closer. The trees seem alive with leaping shadows.

The howls are from the hunters, but their current prey, a dire elk, is closer at hand. The characters can hear it crashing through the trees as it flees the pack.

When the approaching elk is 50 feet away, any of the characters can see it with a successful Spot check (DC 23). A character with darkvision (at least 50-foot range) gets a +10 bonus on the check; a character with low-light vision gets a +5 bonus on the check. A character who fails the check sees the dire elk automatically when it gets within 25 feet.

The dire wolves are 2 rounds behind the dire elk and closing fast. A character who makes a successful Spot check (DC 27) can see them when they're 50 feet away. The two werewolves are not initially visible (see the Tactics section, below).

Creatures: The fleeing dire elk moves straight at the party. It is a magnificent animal with a vast spread of antlers and a shaggy coat that now appear somewhat bedraggled.

The hunting dire wolves look lean and a little mangy. They have wild eyes and big yellow teeth, and they slaver

and growl almost continually. The ghost werewolves (when visible) look like gaunt wolves, or gaunt wolf-human hybrids, depending on the forms they're using.

Male Dire Elk: CR 7; Huge animal; HD 12d8+60; hp 114; Init +0; Spd 50 ft.; AC 15, touch 8, flat-footed 15; Atk +14 melee (2d6+7, slam) and +9 melee (2d4+3, 2 hooves), or +14 melee (2d8+7, gore); Face/Reach 10 ft. by 20 ft./10 ft.; SA trample 2d8+10 ; SQ low-light vision, scent; AL N; SV Fort +13, Ref +8, Will +8; Str 24, Dex 11, Con 20, Int 2, Wis 11, Cha 7.

Skills and Feats: Hide –4, Listen +6, Spot +6.

Trample (Ex): As a standard action during its turn each round, a dire elk can literally run over a Large or smaller opponent. The attack deals 2d8+10 points of bludgeoning damage. A trampled opponent can attempt either an attack of opportunity at a –4 penalty or a Reflex save (DC 23) for half damage.

Scent (Ex): A dire elk can detect approaching enemies, sniff out hidden foes, and track by sense of smell.

Advanced Dire Wolf: CR 7; Large animal; HD 18d8+36; hp 117; Init +3; Spd 50 ft.; AC 15, touch 12, flat-footed 12; Atk +20 melee (1d8+12, bite); Face/Reach 5 ft. by 10 ft./5 ft.; SA trip; SQ low-light vision, scent; AL N; SV Fort +13, Ref +14, Will +12; Str 27, Dex 17, Con 15, Int 2, Wis 12, Cha 8.

Skills and Feats: Hide +6, Listen +6, Move Silently +6, Spot +6, Wilderness Lore +1 (or +5 when tracking by scent).

Trip (Ex): A dire wolf that hits with a bite attack can attempt to trip the opponent as a free action (see Chapter 8: Combat in the *Player's Handbook*) without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the dire wolf. The dire wolf's bonus for required opposed Strength check is +12.

Scent (Ex): An advanced dire wolf can detect approaching enemies, sniff out hidden foes, and track by sense of smell.

Human Ghost Werewolf Barbarian (Hybrid Form): Male human ghost werewolf Bbn 6; CR 10; Medium-size undead (incorporeal); HD 6d12; hp 39; Init +8; Spd fly 30 ft. (perfect); AC 17, touch 17, flat-footed 17; Atk +10 melee touch (1d4 Constitution, incorporeal touch); SA Constitution drain 1d4, curse of lycanthropy, frightful moan, horrific appearance; SQ alternate form, DR 15/silver, fast movement, incorporeal subtype, low-light vision, lycanthropic empathy, manifestation, rage 2/day, rejuvenation, scent, turn resistance +4, uncanny dodge (Dex bonus to AC, can't be flanked), undead traits; AL CE; SV Fort +7, Ref +6, Will +5; Str —, Dex 18, Con —, Int 10, Wis 12, Cha 17.

Skills and Feats: Climb +9, Handle Animal +12, Hide +13, Jump +6, Listen +26, Move Silently +6, Ride (horse) +12, Search +16, Spot +17, Wilderness Lore +7 (or +11 when tracking by scent); Blind-Fight, Dodge, Improved Initiative, Mobility, Track, Weapon Finesse (bite), Weapon Focus (greataxe).

Constitution Drain (Su): This effect permanently reduces a living opponent's Constitution score by 1d4 points when the ghost barbarian werewolf hits with an incorporeal touch attack, or twice that amount on a critical hit. The ghost werewolf heals 5 points of damage (or 10 on a critical hit) whenever it drains Constitution, gaining any excess as temporary hit points.

Curse of Lycanthropy (Su): Any humanoid hit by the ghost werewolf's bite attack must succeed at a Fortitude save (DC 15) or contract lycanthropy.

Frightful Moan (Su): The ghost barbarian werewolf can moan as a standard action. Each living creature within a 30-foot spread must succeed at a Will save (DC 16) or become panicked for 2d4 rounds. This is a sonic, necromantic, mind-affecting fear effect. A creature that successfully saves against the moan cannot be affected by the same ghost's moan for one day.

Horrific Appearance (Su): Any living creature within 60 feet that views the ghost barbarian werewolf in human or hybrid form must succeed at a Fortitude save (DC 16) or immediately take 1d4 points of permanent Strength drain, 1d4 points of permanent Dexterity drain, and 1d4 points of permanent Constitution drain. This power is ineffective when the ghost is in wolf form.

Alternate Form (Su): The ghost barbarian werewolf can assume the form of a human or a wolf.

Incorporeal Subtype: A ghost barbarian werewolf can be harmed only by other incorporeal creatures, +1 or better magic weapons, spells, spell-like abilities, or supernatural abilities. He is immune to all nonmagical attack forms and has a 50% chance to ignore any damage from a corporeal source (except for force effects, such as *magic missiles*, and attacks made with ghost touch weapons). A ghost barbarian werewolf can pass through solid objects (but not force effects) at will. His attacks ignore natural armor, armor, and shields (though deflection bonuses and force effects work normally). He always moves silently (cannot be heard with Listen checks unless desired).

Lycanthropic Empathy (Ex): The ghost werewolf can communicate and empathize with normal or dire wolves, and he gains a +4 racial bonus on checks made to influence the animal's attitude. This ability allows the communication of simple concepts and (if

the animal is friendly) commands, such as "friend," "foe," "flee," and "attack."

Manifestation (Su): The ghost barbarian werewolf dwells on the Ethereal Plane, and as an ethereal creature, he cannot affect or be affected by anything in the material world. When he manifests, he partly enters the Material Plane and becomes visible but incorporeal there. When manifested, he can strike with his touch attack or a ghost touch weapon. He also remains partially on the Ethereal Plane while manifested, where he is not incorporeal. He can be attacked by opponents on either the Material or Ethereal Plane. The ghost's incorporeality helps protect him from foes on the Material Plane, but not from foes on the Ethereal Plane. When manifested, the ghost werewolf can be harmed only by other incorporeal creatures, +1 or better magic weapons, spells, spell-like abilities, or supernatural abilities. He is immune to all nonmagical attack forms and has a 50% chance to ignore any damage from a corporeal source (except for force effects, such as *magic missiles*, and attacks made with ghost touch weapons). The manifested ghost werewolf can pass through solid objects (but not force effects) at will. His attacks ignore natural armor, armor, and shields, though deflection bonuses and force effects work normally. He always moves silently (cannot be heard with Listen checks unless desired).

Rage: While the ghost barbarian werewolf rages, the following changes to the above statistics are in effect: hp 39; AC 15, touch 15, flat-footed 15; SV Will +7. His fit of rage lasts for 6 rounds, though he can voluntarily end it prematurely. After raging, the ghost barbarian werewolf is not fatigued, since he is undead. He can fly into a rage only once per encounter and only twice per day.

Rejuvenation (Su): A manifested ghost werewolf that would otherwise be destroyed returns to its old haunts in 2d4 days with a successful level check (1d20 + 6) against DC 16. To prevent him from rejuvenating, specific steps unique to that ghost (see Laying the Ghosts to Rest section) must be taken to lay him to rest.

Scent (Ex): The ghost barbarian werewolf can detect approaching enemies, sniff out hidden foes, and track by sense of smell.

Turn Resistance (Ex): The ghost barbarian werewolf is treated as a 10-HD undead for the purpose of turn, rebuke, command, or bolster attempts.

Undead Traits: The ghost barbarian werewolf is immune to poison, *sleep*, paralysis, stunning, disease, death, effects, necromantic effects, mind-affecting effects, and any effect requiring a Fortitude save unless it also works on objects. He is not subject to critical hits, subdual damage, ability damage, ability drain, or energy drain. Negative energy heals him, and he is not at risk of death from massive damage but is destroyed at 0 hit points or less. The ghost barbarian werewolf has darkvision (60-foot range). He cannot be raised, and resurrection works only if he is willing.

Ethereal Plane: The following changes to the above statistics are in effect against opponents on the Ethereal Plane: Medium-size undead; Spd 40 ft., fly 30 ft. (perfect); AC 23, touch 14, flat-footed 23; Atk +10 melee (1d6+6, bite), or +12/+7 melee (1d12+6/×3, masterwork greataxe) and +5 melee (1d6+2, bite), or +11/+6 ranged (1d8+3/×3, mighty [+3 Str bonus] composite longbow with masterwork arrows); SA curse of lycanthropy, frightful moan, horrific appearance, trip; Str 18; Climb +12, Hide +12, Jump +9, Move Silently +5.

Trip (Ex): If the ghost werewolf hits with a bite attack, he can attempt to trip the opponent as a free action (see Chapter 8: Combat in the *Player's Handbook*) without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the ghost werewolf.

Rage: While the ghost barbarian werewolf rages, the following changes to the above Ethereal Plane statistics are in effect: AC 21, touch 12, flat-footed 21; Atk +12 melee (1d6+9, bite), or +14/+9 melee (1d12+9/×3, masterwork greataxe) and +7 melee (1d6+3, bite); or +11/+6 ranged (1d8+3/×3, mighty [+3 Str bonus] composite longbow with masterwork arrows); SV Will +7; Str 22, Dex 18, Con —, Int 10, Wis 12, Cha 17; Climb +14, Jump +11. His fit of rage lasts for 6 rounds, though he can voluntarily end it prematurely. After raging, the ghost barbarian werewolf is not fatigued, since he is undead. He can fly into a rage only once per encounter and only twice per day.

Possessions: +1 chain shirt, masterwork greataxe, mighty composite longbow (+3 Str bonus), 20 masterwork arrows. Note that these possessions are merely ethereal copies of the ghost's real equipment, which is buried in the Friezford graveyard (area 7).

Human Ghost Werewolf Barbarian (Wolf Form): Male human ghost werewolf Bbn 6; CR 10; Medium-size undead (incorporeal); HD 6d12; hp 39; Init +8; Spd fly 30 ft. (perfect); AC 17, touch 17, flat-footed 17; Atk +10 melee touch (1d4 Constitution drain, incorporeal touch); SA Constitution drain, curse of lycanthropy, frightful moan; SQ alternate form, DR 15/silver, fast movement, incorporeal subtype, low-light vision, lycanthropic empathy, manifestation, rage 2/day, rejuvenation, scent, turn resistance +4, uncanny dodge, undead traits; AL CE; SV Fort +7, Ref +6, Will +5; Str —, Dex 18, Con —, Int 10, Wis 12, Cha 17.

Skills and Feats: Climb +9, Handle Animal +12, Hide +13, Jump +6, Listen +26, Move Silently +6, Ride (horse) +12, Search +16, Spot +17, Wilderness Lore +7 (or +11 when tracking by scent); Blind-Fight, Dodge, Improved Initiative, Mobility, Track, Weapon Finesse (bite), Weapon Focus (greataxe).

Constitution Drain (Su): This effect permanently reduces a living opponent's Constitution score by 1d4 points when the ghost barbarian werewolf hits with an incorporeal touch attack, or twice that amount on a critical hit. The ghost werewolf heals 5 points of damage (or 10 on a critical hit) whenever it drains Constitution, gaining any excess as temporary hit points.

Curse of Lycanthropy (Su): Any humanoid hit by the ghost werewolf's bite attack must succeed at a Fortitude save (DC 15) or contract lycanthropy.

Frightful Moan (Su): The ghost barbarian werewolf can moan as a standard action. Each living creature within a 30-foot spread must succeed at a Will save (DC 16) or become panicked for 2d4 rounds. This is a sonic, necromantic, mind-affecting fear effect. A creature that successfully saves against the moan cannot be affected by the same ghost's moan for one day.

Alternate Form (Su): The ghost barbarian werewolf can assume the form of a human or a human/wolf hybrid.

Incorporeal Subtype: A ghost barbarian werewolf can be harmed only by other incorporeal creatures, +1 or better magic weapons, spells, spell-like abilities, or supernatural abilities. He is immune to all nonmagical attack forms and has a 50% chance to ignore any damage from a corporeal source (except for force effects, such as *magic missiles*, and attacks made with ghost touch weapons). A ghost barbarian werewolf can pass through solid objects (but not force effects) at will. His attacks ignore natural armor, armor, and shields (though deflection bonuses and force effects work normally). He always moves silently (cannot be heard with Listen checks unless desired).

Lycanthropic Empathy (Ex): The ghost werewolf can communicate and empathize with normal or dire wolves, and he gains a +4 racial bonus on checks made to influence the animal's attitude. This ability allows the communication of simple concepts and (if the animal is friendly) commands, such as "friend," "foe," "flee," and "attack."

Manifestation (Su): The ghost barbarian werewolf dwells on the Ethereal Plane, and as an ethereal creature, he cannot affect or be affected by anything in the material world. When he manifests, he partly enters the Material Plane and becomes visible but incorporeal there. When manifested, he can strike with his touch attack or a ghost touch weapon. He also remains partially on the Ethereal Plane while manifested, where he is not incorporeal. He can be attacked by opponents on either the Material or Ethereal Plane. The ghost's incorporeality helps protect him from foes on the Material Plane, but not from foes on the Ethereal Plane. When manifested, the ghost werewolf can be harmed only by other incorporeal creatures, +1 or better magic weapons, spells, spell-like abilities, or supernatural abilities. He is immune to all nonmagical attack forms and has a 50% chance to ignore any damage from a corporeal source (except for force effects, such as *magic missiles*, and attacks made with ghost touch weapons). The manifested ghost werewolf can pass through solid objects (but not force effects) at will. His attacks ignore natural armor, armor, and shields, though deflection bonuses and force effects work normally. He always moves silently (cannot be heard with Listen checks unless desired).

Rage: While the ghost barbarian werewolf rages, the following changes to the above statistics are in effect: AC 15, touch 15, flat-footed 15; SV Will +7. His fit of rage lasts for 6 rounds, though he can voluntarily end it prematurely. After raging, the ghost barbarian werewolf is not fatigued, since he is undead. He can fly into a rage only once per encounter and only twice per day.

Rejuvenation (Su): A manifested ghost werewolf that would otherwise be destroyed returns to its old haunts in 2d4 days with a successful level check (1d20 + 6) against DC 16. To prevent him from rejuvenating, specific steps unique to that ghost (see Laying the Ghosts to Rest section) must be taken to lay him to rest.

Scent (Ex): The ghost barbarian werewolf can detect approaching enemies, sniff out hidden foes, and track by sense of smell.

Turn Resistance (Ex): The ghost barbarian werewolf is treated as a 10-HD undead for the purpose of turn, rebuke, command, or bolster attempts.

Undead Traits: The ghost barbarian werewolf is immune to poison, *sleep*, paralysis, stunning, disease, death, effects, necromantic effects, mind-affecting effects, and any effect requiring a Fortitude save unless it also works on objects. He is not subject to critical hits, subdual damage, ability damage, ability drain, or energy drain. Negative energy heals him, and he is not at risk of death from massive damage but is destroyed at 0 hit points or less. The ghost barbarian werewolf has darkvision (60-foot range). He cannot be raised, and resurrection works only if he is willing.

Ethereal Plane: The following changes to the above statistics are in effect against opponents on the Ethereal Plane: Medium-size undead; Spd 50 ft., fly 30 ft. (perfect); AC 18, touch 14, flat-footed 18; Atk +10 melee (1d6+6, bite); SA curse of lycanthropy, frightful moan, trip; SQ alternate form, DR 15/silver, fast movement, low-light vision, lycanthropic empathy, manifestation, rage 2/day, rejuvenation, scent, turn resistance +4, uncanny dodge, undead traits; Str 18; Climb +13, Jump +10.

Trip (Ex): If the ghost werewolf hits with a bite attack, he can attempt to trip the opponent as a free action (see Chapter 8: Combat in the *Player's Handbook*) without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the ghost werewolf. The ghost werewolf's bonus for required opposed Strength check is +4.

Rage: While the ghost barbarian werewolf rages, the following changes to the above Ethereal Plane statistics are in effect: AC 16, touch 12, flat-footed 16; Atk +12 melee (1d6+9, bite); SV Will +7; Str 22; Climb +15, Jump +12. His fit of rage lasts for 6 rounds, though he can voluntarily end it prematurely. After raging, the ghost barbarian werewolf is not fatigued, since he is undead. He can fly into a rage only once per encounter and only twice per day.

Ghost Human Ranger Werewolf (Hybrid Form): Male human ghost Rgr 6; CR 10; Medium-size undead (incorporeal); HD 6d12; hp 39; Init +9; Spd fly 30 ft. (perfect); AC 18, touch 18, flat-footed 13; Atk +11 melee touch (1d4 Constitution, incorporeal touch); SA curse of lycanthropy, frightful moan, horrific appearance, trip; SQ alternate form, DR 15/silver, favored enemies (humans +2, elves +1), incorporeal subtype, low-light vision, lycanthropic empathy, manifestation, rejuvenation, scent, turn resistance +4, undead traits; AL CE; SV Fort +7, Ref +7, Will +5; Str —, Dex 20, Con —, Int 10, Wis 12, Cha 17.

Skills and Feats: Animal Empathy +7, Handle Animal +8, Hide +22, Jump +5, Listen +22, Move Silently +15, Ride (horse) +7, Search +16, Spot +22, Wilderness Lore +6 (or +10 when tracking by scent); Blind-Fight, Improved Initiative, Point Blank Shot, Precise Shot, Rapid Shot, Track, Weapon Finesse (bite), Weapon Focus (composite longbow).

Curse of Lycanthropy (Su): Any humanoid hit by the ghost werewolf's bite attack must succeed at a Fortitude save (DC 15) or contract lycanthropy.

Frightful Moan (Su): The ghost ranger werewolf can moan as a standard action. Each living creature within a 30-foot spread must succeed at a Will save (DC 16) or become panicked for 2d4 rounds. This is a sonic, necromantic, mind-affecting fear effect. A creature that successfully saves against the moan cannot be affected by the same ghost's moan for one day.

Horrific Appearance (Su): Any living creature within 60 feet that views the ghost ranger werewolf in human or hybrid form must succeed at a Fortitude save (DC 16) or immediately take 1d4 points of permanent Strength drain, 1d4 points of permanent Dexterity drain, and 1d4 points of permanent Constitution drain. This power is ineffective when the ghost is in wolf form.

Trip (Ex): If the ghost werewolf hits with a bite attack, he can attempt to trip the opponent as a free action (see Chapter 8: Combat in the *Player's Handbook*) without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the ghost werewolf.

Alternate Form (Su): The ghost ranger werewolf can assume the form of a human or a wolf.

Favored Enemies: The ghost ranger werewolf has selected humans and elves as favored enemies. He gains a +2 bonus against humans and a +1 bonus against elves on his Bluff, Listen, Sense Motive, Spot, and Wilderness Lore checks when using these skills against these types of creatures. He gets the same bonus on weapon damage rolls against creatures of these types. He also gets the damage bonus with ranged weapons if the target is within 30 feet. The bonus doesn't apply to damage against creatures that are immune to critical hits.

Incorporeal Subtype: A ghost ranger werewolf can be harmed only by other incorporeal creatures, +1 or better magic weapons, spells, spell-like abilities, or supernatural abilities. He is immune to all nonmagical attack forms and has a 50% chance to ignore any damage from a corporeal source (except for force effects, such as *magic missiles*, and attacks made with ghost touch weapons). A ghost ranger werewolf can pass through solid objects (but not force effects) at will. His attacks ignore natural armor, armor, and shields (though deflection bonuses and force effects work normally). He always moves silently (cannot be heard with Listen checks unless desired).

Lycanthropic Empathy (Ex): The ghost werewolf can communicate and empathize with normal or dire wolves, and he gains a +4 racial bonus on checks made to influence the animal's attitude. This ability allows the communication of simple concepts and (if the animal is friendly) commands, such as "friend," "foe," "flee," and "attack."

Manifestation (Su): The ghost ranger werewolf dwells on the Ethereal Plane, and as an ethereal creature, he cannot affect or be affected by anything in the material world. When he manifests, he partly enters the Material Plane and becomes visible but incorporeal there. When manifested, he can strike with his touch attack or a ghost touch weapon. He also remains partially on the Ethereal Plane while manifested, where he is not incorporeal. He can be attacked by opponents on either the Material or Ethereal Plane. The ghost's incorporeality helps protect him from foes on the Material Plane, but not from foes on the Ethereal Plane. When manifested, the ghost werewolf can be harmed only by other incorporeal creatures, +1 or better magic weapons, spells, spell-like abilities, or supernatural abilities. He is immune to all nonmagical attack forms and has a 50% chance to ignore any damage from a corporeal source (except for force effects, such as *magic missiles*, and attacks made with ghost touch weapons). The manifested ghost werewolf can pass through solid objects (but not force effects) at will. His attacks ignore natural armor, armor, and shields, though deflection bonuses and force effects work normally. He always moves silently (cannot be heard with Listen checks unless desired).

Rejuvenation (Su): A manifested ghost werewolf that would otherwise be destroyed returns to its old haunts in 2d4 days with a successful level check (1d20 + 6) against DC 16. To prevent him from rejuvenating, specific steps unique to that ghost (see Laying the Ghosts to Rest section) must be taken to lay him to rest.

Scent (Ex): The ghost ranger werewolf can detect approaching enemies, sniff out hidden foes, and track by sense of smell.

Turn Resistance (Ex): The ghost ranger werewolf is treated as a 10-HD undead for the purpose of turn, rebuke, command, or bolster attempts.

Undead Traits: The ghost ranger werewolf is immune to poison, *sleep*, paralysis, stunning, disease, death, effects, necromantic effects, mind-affecting effects, and any effect requiring a Fortitude save unless it also works on objects. He is not subject to critical hits, subdual damage, ability damage, ability drain, or energy drain. Negative energy heals him, and he is not at risk of death from massive damage but is destroyed at 0 hit points or less. The ghost ranger werewolf has darkvision (60-foot range). He cannot be raised, and resurrection works only if he is willing.

Spells Prepared (2; save DC 11 + spell level): 1st—*magic fang* (2).

Ethereal Plane: The following changes to the above statistics are in effect against opponents on the Ethereal Plane: Medium-size undead; Spd 30 ft., fly 30 ft. (perfect); AC 23, touch 15, flat-footed 18; Atk +11 melee (1d6+4, bite), or +8/+3 melee (1d8+3/19–20, masterwork longsword) and +8 melee (1d61/19–20, masterwork short sword) and +6 melee (1d6+1, bite), or +14/+9 ranged (1d8+3/×3, *mighty +1 composite longbow* [+2 Str bonus] with masterwork arrows); SA curse of lycanthropy, frightful moan, horrific appearance, trip; Str 16; Jump +8.

Trip (Ex): If the ghost werewolf hits with a bite attack, he can attempt to trip the opponent as a free action (see Chapter 8: Combat in the *Player's Handbook*) without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the ghost werewolf.

Possessions: +1 studded leather armor, masterwork longsword, masterwork short sword, *+1 mighty composite longbow* (+2 Str bonus), 20 masterwork arrows. Note that these possessions are merely ethereal copies of the ghost's real equipment, which is buried in the Friezford graveyard (area 7).

Ghost Human Ranger Werewolf (Wolf Form): Male human ghost Rgr 6; CR 10; Medium-size undead (incorporeal); HD 6d12; hp 39; Init +9; Spd 50 ft., fly 30 ft. (perfect); AC 18, touch 18, flat-footed 13; Atk +11 melee touch (1d4 Constitution, incorporeal touch); SA Constitution drain, curse of lycanthropy, frightful moan; SQ alternate form, DR 15/silver, favored enemies (humans+2, elves +1), incorporeal subtype, low-light vision, lycanthropic empathy, manifestation, rejuvenation, scent, turn resistance +4, undead traits; AL CE; SV Fort +7, Ref +7, Will +5; Str —, Dex 20, Con —, Int 10, Wis 12, Cha 17.

Skills and Feats: Animal Empathy +7, Handle Animal +8, Hide +22, Jump +5, Listen +22, Move Silently +15, Ride (horse) +7, Search +16, Spot +22, Wilderness Lore +6 (or +10 extra when tracking by scent); Blind-Fight, Improved Initiative, Point Blank Shot, Precise Shot, Rapid Shot, Track, Weapon Finesse (bite), Weapon Focus (composite longbow).

Constitution Drain (Su): This effect permanently reduces a living opponent's Constitution score by 1d4 points when the ghost ranger werewolf hits with an incorporeal touch attack, or twice that amount on a critical hit. The ghost werewolf heals 5 points of damage (or 10 on a critical hit) whenever it drains Constitution, gaining any excess as temporary hit points.

Curse of Lycanthropy (Su): Any humanoid hit by the ghost werewolf's bite attack must succeed at a Fortitude save (DC 15) or contract lycanthropy.

Frightful Moan (Su): The ghost ranger werewolf can moan as a standard action. Each living creature within a 30-foot spread must succeed at a Will save (DC 16) or become panicked for 2d4 rounds. This is a sonic, necromantic, mind-affecting fear effect. A creature that successfully saves against the moan cannot be affected by the same ghost's moan for one day.

Alternate Form (Su): The ghost ranger werewolf can assume the form of a human or a wolf.

Favored Enemies: The ghost ranger werewolf has selected humans and elves as favored enemies. He gains a +2 bonus against humans and a +1 bonus against elves on his Bluff, Listen, Sense Motive, Spot, and Wilderness Lore checks when using these skills against these types of creatures. He gets the same bonus on weapon damage rolls against creatures of these types. He also gets the damage bonus with ranged weapons if the target is within 30 feet. The bonus doesn't apply to damage against creatures that are immune to critical hits.

Incorporeal Subtype: A ghost ranger werewolf can be harmed only by other incorporeal creatures, +1 or better magic weapons, spells, spell-like abilities, or supernatural abilities. He is immune to all nonmagical attack forms and has a 50% chance to ignore any damage from a corporeal source (except for force effects, such as *magic missiles*, and attacks made with ghost touch weapons). A ghost ranger werewolf can pass through solid objects (but not force effects) at will. His attacks ignore natural armor, armor, and shields (though deflection bonuses and force effects work normally). He always moves silently (cannot be heard with Listen checks unless desired).

Lycanthropic Empathy (Ex): The ghost werewolf can communicate and empathize with normal or dire wolves, and he gains a +4 racial bonus on checks made to influence the animal's attitude. This ability allows the communication of simple concepts and (if the animal is friendly) commands, such as "friend," "foe," "flee," and "attack."

Manifestation (Su): The ghost ranger werewolf dwells on the Ethereal Plane, and as an ethereal creature, he cannot affect or be affected by anything in the material world. When he manifests, he partly enters the Material Plane and becomes visible but incorporeal there. When manifested, he can strike with his touch attack or a ghost touch weapon. He also remains partially on the Ethereal Plane while manifested, where he is not incorporeal. He can be attacked by opponents on either the Material or Ethereal Plane. The ghost's incorporeality helps protect him from foes on the Material Plane, but not from foes on the Ethereal Plane. When manifested, the ghost werewolf can be harmed only by other incorporeal creatures, +1 or better magic weapons, spells, spell-like abilities, or supernatural abilities. He is immune to all nonmagical attack forms and has a 50% chance to ignore any damage from a corporeal source (except for force effects, such as *magic missiles*, and attacks made with ghost touch weapons). The manifested ghost werewolf can pass through solid objects (but not force effects) at will. His attacks ignore natural armor, armor, and shields, though deflection bonuses and force effects work normally. He always moves silently (cannot be heard with Listen checks unless desired).

Rejuvenation (Su): A manifested ghost werewolf that would otherwise be destroyed returns to its old haunts in 2d4 days with a successful level check (1d20 + 6) against DC 16. To prevent him from rejuvenating, specific steps unique to that ghost (see Laying the Ghosts to Rest section) must be taken to lay him to rest.

Scent (Ex): The ghost ranger werewolf can detect approaching enemies, sniff out hidden foes, and track by sense of smell.

Turn Resistance (Ex): The ghost ranger werewolf is treated as a 10-HD undead for the purpose of turn, rebuke, command, or bolster attempts.

Undead Traits: The ghost ranger werewolf is immune to poison, *sleep*, paralysis, stunning, disease, death, effects, necromantic effects, mind-affecting effects, and any effect requiring a Fortitude save unless it also works on objects. He is not subject to critical hits, subdual damage, ability damage, ability drain, or energy drain. Negative energy heals him, and he is not at risk of death from massive damage but is destroyed at 0 hit points or less. The ghost ranger werewolf has darkvision (60-foot range). He cannot be raised, and resurrection works only if he is willing.

Ethereal Plane: The following changes to the above statistics are in effect against opponents on the Ethereal Plane: Medium-size undead; AC 19, touch 15, flat-footed 14; Atk +11 melee (1d6+4, bite); SA curse of lycanthropy, frightful moan, trip; Str 16; Jump +8.

Trip (*Ex*): If the ghost werewolf hits with a bite attack, he can attempt to trip the opponent as a free action (see Chapter 8: Combat in the *Player's Handbook*) without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the ghost werewolf. The wolf's bonus for required opposed Strength check is +3.

Lycanthropes Powerup

The ranger's *magic fang* spells give both lycanthropes an extra +1 to attack and damage rolls with their bite attacks, no matter what forms the lycanthropes are in.

Tactics: The elk merely wishes to elude the pack. The dire wolves are hungry and willing to attack anything, including the PCs. The werewolves yearn to taste living flesh of any humanoid, but they aren't likely to do so unless the PCs battle them on the Ethereal Plane.

The elk moves directly toward the PCs and tramples any character who gets in the way. If attacked with a spell or a ranged weapon that causes damage, the elk turns aside and continues fleeing.

As noted earlier, the hunters arrive at the party's location 2 rounds after the dire elk. Only the dire wolves are visible at this point. The ghost werewolves have been traveling in the Ethereal Plane, since their ability to pass though trees and other obstacles while ethereal allows them to keep pace with the faster dire wolves. The ghost werewolves use their wolf forms when traveling across country, but assume hybrid form before attacking.

The dire wolves halt when they spot the party, which they can attempt as soon as they get within 50 feet, or when they scent the party at a range of 30 feet. When they notice the PCs, they attempt to hide, while the two ghosts circle to the opposite side, still ethereal. The ghosts pause while the ranger casts *magic fang* on himself and the barbarian, then continue moving until they get into position. Once in position, the ghosts manifest in hybrid form within 30 feet of the party and with the party between them and the wolves. The ghosts take care to ensure that the wolves are out of the ranges of their frightful moan and horrific appearance powers during the period they intend to use them (see below).

Once in position, both ghosts use their frightful moan power in an attempt to panic the characters and drive them toward the dire wolves. Each ghost's horrific appearance power affects each PC on his or her turn. Should the ghosts need to get closer to the dire wolves to attack the PCs, they become ethereal, assume wolf form, and then return to attack, since their horrific appearance power is ineffective when they are in wolf form. Their frightful moan powers remain effective when in wolf form, but the ghosts do not use it if there are dire wolves within range.

Once the ghosts have moaned, they close in for melee, as do the wolves. The wolves attack panicked characters first, and the ghosts attack any characters who look like melee types first.

The ghosts are delighted if any characters become ethereal to fight them, since that means they can use their full range of fighting capabilities and will have the chance to taste living flesh if they prevail. The ghost barbarian immediately uses his rage ability when dealing with foes on the Ethereal Plane. The two ghosts pick one lightly armored foe and attack that person together, to the exclusion of all others. They use their speed to maneuver for flanking positions around the chosen target.

The dire wolves fight until killed or until the ghosts leave the scene for more than 2 rounds. (The ghosts leave if successfully turned by the PCs, or they can leave voluntarily to battle ethereal PCs.) The ghosts continue the fight until destroyed or until successfully turned three times by a cleric or paladin.

Treasure: Neither the dire elk nor any of the hunters carry any treasure. The ghost lycanthropes carry some equipment, but these items are merely ethereal copies of their real equipment, which is buried in the Friezford graveyard (area 7). If the ghost lycanthropes are slain, their equipment simply fades away.

Development: A player character has the normal chance to contract lycanthropy if bitten by a ghost werewolf while on the Ethereal Plane. If a ghost werewolf is destroyed or driven off, it warns the drow at Hidden Dell (area 9) about the party's presence as soon as it can. This could take anywhere from a day to several days, depending on what happened to the ghost.

Event 2: Drow Ambush (EL 14)

When the drow at Hidden Dell realize that the PCs are in the area, they quickly organize an expedition to kill them or drive them off. They can learn of the PCs' presence in several ways:

- If a ghost werewolf survives event 1 (The Wild Hunt) or event 4 (Raiders Attack), he carries the news to Hidden Dell. The ghost can make the 7-mile trip in about an hour, thanks to his ability to move through obstacles and to move quickly without getting fatigued. Even a ghost that has been destroyed can warn the drow if his rejuvenation power brings him back to unlife.
- If the PCs attend event 3 (The Barn Dance), any drow that escape travel to Hidden Dell and raise the alarm.
- If the PCs spend any appreciable time investigating the ruined church (area 6), the inn (area 4), or the graveyard (area 7) during daylight, the watcher at the inn (area 4) sees them and reports to Hidden Dell.

- If the PCs visit Zellmer's farm (area 8B), Zellmer alerts the drow the next night when he visits the inn, or immediately if the party discovers Zellmer's fiendish horses.
- If the PCs try to visit Hidden Dell, the drow's fiendish raven allies have a chance to spot them coming. If they do, the drow send an expedition against the PCs.

It takes the drow at least an hour to get organized once they learn of the party's presence. They immediately send their flock of fiendish ravens (see area 9) to locate the party. If the ravens fail, the drow leader uses her *divination* spell to help locate the invaders. Once the drow have located the PCs, they move in as quickly as they can. It takes the drow about 4 hours to reach the ruins of Friezford.

The drow take their time to prepare their attack. They prefer to fight when it's dark, since their superior darkvision gives them an edge then. They try to catch the party in a place that provides some cover for the drow but none for PCs, such as when the PCs are on a road, near a ruined farm, or poking around the outskirts of Friezford. They attack during daylight if necessary, but never on a bright, clear day.

The PCs might well notice the drow's raven allies, but the birds do not attack or even approach within bow range. Thanks to the drow's stealth skills and *invisibility* spells, only an exceptionally vigilant PC is likely to notice them before they attack. If the drow attack at night, read or paraphrase the following. If the attack occurs during daylight, adjust the text accordingly.

> It's another dark night. Streaming clouds all but obscure the moon and stars. The wind in the leaves fills the forest with a dull murmur, like a thousand hushed voices whispering in the darkness.

The drow close to 30 feet before attacking, but before doing so they cast several spells to make ready. The leader drinks her *potion of bull's strength* and casts *bull's strength* on the three fighters, while the rogue/wizards cast *mage armor* and *shield* on themselves. Then the drow use their *invisibility* spells (the leader casts her prepared *invisibility* on herself and lends her *wand of invisibility* to one of the wizard/rogues, who bestows *invisibility* on the rest of the group. While the wizard/rogue distributes the *invisibility* spells, the leader casts *spell immunity* (*magic missile, fireball*), *shield of faith*, and *freedom of movement* on herself, followed by *silence* on one of the fighters. In addition, the leader also casts *endure elements* (*electricity*) on herself before leaving Hidden Dell.

Once all their preparatory spells have been cast, the invisible drow close to within 70 feet of the party and stop to drink their potions of *haste*. The group then closes to within 30 feet of the party, where the leader casts *prayer* and the rogues cast *true strike* while the fighters move to encircle the party. Thereafter, all six drow open fire with their projectile weapons.

A PC who can see invisible creatures might notice the drow when they are 60 feet away, provided the character has darkvision with a range of at least 60 feet or low-light vision. The base Spot DC is 35. A character with darkvision gets a +10 bonus on the check, and a character with low-light vision gets a +5 bonus on the check. If the spotting character fails the check, nobody sees the drow until they attack.

Creatures: The six drow come clad all in black. Even their weapons and armor are black, and they wear black masks and hoods. They move with the quick, silent grace that is the hallmark of the drow.

Drow Leader: Female drow Clr 10; CR 11; Medium-size humanoid (elf); HD 10d8+10; hp 55; Init +0; Spd 20 ft.; AC 24, touch 11, flat-footed 24; Atk +9/+4 melee (1d8+1, masterwork morningstar), or +10 ranged (1d8/19–20, masterwork light crossbow with masterwork crossbow bolts); SA poison, rebuke undead 4/day, spell-like abilities; SQ darkvision 120 ft., drow traits, SR 21; AL NE; SV Fort +9, Ref +4, Will +12; Str 13, Dex 10, Con 12, Int 13, Wis 19, Cha 12.

Skills and Feats: Bluff +6, Concentration +14, Diplomacy +3, Hide +7, Intimidate +3, Listen +6, Search +3, Spellcraft +9, Spot +6; Blind-Fight, Spell Focus (Necromancy), Spell Penetration, Weapon Focus (light crossbow).

Poison: The drow leader has coated her crossbow bolts with drow poison (Fort DC 17). The initial damage is unconsciousness; the secondary damage is unconsciousness for 2d4 hours.

Spell-Like Abilities: 1/day—*dancing lights, darkness, faerie fire*. Caster level 10th; save DC 11 + spell level.

Drow Traits: The drow leader is immune to magic *sleep* spells and effects. She has a +2 racial bonus on Will saves against spells or spell-like abilities and a +2 racial bonus on saves against enchantment spells or effects. As a drow, she has darkvision (120-foot range) and is entitled to a Search check when within 5 feet of a secret or concealed door as though actively looking for it. The drow leader also has light blindness (blinded for 1 round by abrupt exposure to bright light, –1 circumstance penalty on all attack rolls, saves, and checks

while operating in bright light) and a +2 racial bonus on Listen, Spot, and Search checks (already figured into the statistics given above).

Spells Prepared (6/5+1/5+1/4+1/4+1/2+1; save DC 14 + spell level): 0—*cure minor wounds* (2), *detect magic* (2), *resistance, virtue*; 1st—*cure light wounds* (2), *inflict light wounds**, *obscuring mist, protection from good, shield of faith*; 2nd—*bull's strength* (3), *cure moderate wounds, invisibility**, *spiritual weapon*; 3rd—*bestow curse, contagion*†, dispel magic, invisibility purge, prayer*; 4th—*confusion*, freedom of movement, greater magic weapon, spell immunity, summon monster IV*; 5th—*circle of doom*†, flame strike, slay living*†.

*Domain spell. †Necromancy spell, +2 bonus to the save DC. Deity: Lolth. Domains: Destruction (smite 1/day), Trickery (Bluff, Disguise, and Hide are class skills).

Possessions: +1 full plate armor, +1 large steel shield, +2 ring of protection, +1 amulet of natural armor, +1 cloak of resistance, masterwork morningstar, masterwork light crossbow, 10 poisoned masterwork bolts, 2 *potions of haste, potion of bull's strength, potion of cure blindness, potion of cure deafness, wand of invisibility* (19 charges*), antitoxin, tanglefoot bag.

*Number of charges before the drow attack the party. If the drow ambush the party, subtract 5 charges from the *wand of invisibility.*

Drow Leader Powerup

With all the spells she receives, the following changes to the above statistics for the drow leader are in effect (assuming a result of 3 from her *bull's strength* potion): AC 28, touch 15, flat-footed 24; Atk +12/+7 melee (1d8+4, masterwork morningstar), or +11 ranged (1d8+1/19–20, masterwork light crossbow with masterwork crossbow bolts); SV Fort +10, Ref +5, Will +13; Str 16; Bluff +7, Concentration +15, Diplomacy +4, Hide +8, Intimidate +4, Listen +7, Search +4, Spellcraft +10, Spot +7.

Provided she does not move, the leader can use the extra action she gets from her *haste* effect to make two crossbow attacks every other round (for example, round 1: fire, reload, fire; round 2: reload, fire, reload; round 3: fire, reload, fire; and so on). The drow leader also is immune to the *magic missile* and *fireball* spells, and she ignores the first 5 points of electricity damage she suffers each round. In addition she ignores any effect that might hamper her movement, such as *hold person, paralysis, solid fog, slow,* and *web* spells.

Drow Rogues (2): Male drow Rog7/Div1; CR 9; Medium-size humanoid (Elf); HD 7d6 plus 1d4; hp 26; Init +4; Spd 30 ft.; AC 16, touch 15, flat-footed 16; Atk +7 melee (1d6+2/18–20, *+1 rapier*), or +12 ranged (1d6+3/×3, masterwork mighty composite shortbow [+1 Str bonus] with *+2 arrows*); SA poison, sneak attack +4d6, spell-like abilities; SQ drow traits, evasion, SR 19, traps, uncanny dodge (Dex bonus to AC, can't be flanked except by a rogue of at least 11th level); AL NE; SV Fort +3, Ref +10, Will +7; Str 12, Dex 18, Con 11, Int 14, Wis 14, Cha 8.

Skills and Feats: Balance +6, Escape Artist +14, Gather Information +9, Hide +14, Innuendo +12, Jump +13, Listen +14, Move Silently +14, Search +4, Spellcraft +6, Spot +14, Tumble +16; Blind-Fight, Point Blank Shot, Precise Shot, Scribe Scroll.

Poison: The drow rogues have coated their arrows with drow poison (Fort DC 17). The initial damage is unconsciousness; the secondary damage is unconsciousness for 2d4 hours.

Spell-Like Abilities: 1/day—*dancing lights, darkness, faerie fire.* Caster level 8th; save DC 9 + spell level.

Drow Traits: The drow rogues are immune to magic *sleep* spells and effects. They have a +2 racial bonus on Will saves against spells or spell-like abilities and a +2 racial bonus on saves against enchantment spells or effects. As drow, they have darkvision (120-foot range) and are entitled to a Search check when within 5 feet of a secret or concealed door as though actively looking for it. Each drow rogue also has light blindness (blinded for 1 round by abrupt exposure to bright light, –1 circumstance penalty on all attack rolls, saves, and checks while operating in bright light) and a +2 racial bonus on Listen, Spot, and Search checks (already figured into the statistics given above).

Evasion (Ex): If exposed to any effect that normally allows a character to attempt a Reflex saving throw for half damage, a drow wizard/rogue takes no damage with a successful saving throw.

Spells Prepared (4/3; save DC 12 + spell level): 0—*daze, detect magic, mage hand, ray of frost*; 1st—*mage armor, shield, true strike.*

Spellbook: 0—*arcane mark, dancing lights, daze, detect magic, detect poison, flare, ghost sound, light, mage hand, mending, open/close, prestidigitation, ray of frost, read magic, resistance*; 1st—*expeditious retreat, mage armor, magic weapon, shield, true strike, unseen servant.*

Possessions: +1 rapier, masterwork mighty short composite bow (+1 Str bonus), 10 poisoned *+2 arrows*, dagger, *+1 ring of protection, +1 amulet of natural armor, +1 cloak of resistance, potion of cure moderate wounds, potion of haste, wand of true strike* (28 charges), scroll of *shield*, scroll of *mage armor*, antitoxin, tanglefoot bag, thunderstone.

Drow Rogues Powerup

With all the spells they receive, the following changes to the above statistics for the drow rogues are in effect: AC 24, touch 19, flat-footed 20; Atk +8 melee (1d6+3/18–20, *+1 rapier*), or +13 ranged (1d6+4/×3, masterwork mighty composite shortbow [+1 Str bonus] with *+2 arrows*); SV Fort +4, Ref +11, Will +8; Str 12; Balance +7, Escape Artist +15, Gather Information +10, Hide +15, Innuendo +13, Jump +14, Listen +15, Move Silently +15, Search +5, Spellcraft +7, Spot +15, Tumble +17.

The numbers above do not include the +20 insight bonus that the rogues get from their *true strike* spells.

Drow Fighters (3): Female drow Ftr 7; CR 8; Medium-size humanoid (elf); HD 7d10+7; hp 45; Init +6; Spd 20 ft.; AC 25, touch 12, flat-footed 24; Atk +12/+7 melee (1d10+6/19–20, *+1 bastard sword*), or +11/+6 ranged (1d8+3/×3, masterwork mighty composite longbow [+3 Str bonus] with masterwork arrows); SA poison, spell-like abilities; SQ drow traits, SR 18; AL NE; SV Fort +7, Ref +5, Will +4; Str 16, Dex 15, Con 12, Int 13, Wis 12, Cha 8.

Skills and Feats: Hide +1, Jump +7, Listen +3, Move Silently +1, Search +3, Spot +3; Blind-Fight, Exotic Weapon Proficiency (bastard sword), Improved Initiative, Point Blank Shot, Precise Shot, Weapon Focus (bastard sword), Weapon Specialization (bastard sword).

Poison: The drow fighters have coated their arrows with drow poison (Fort DC 17). The initial damage is unconsciousness; the secondary damage is unconsciousness for 2d4 hours.

Spell-Like Abilities: 1/day—*dancing lights, darkness, faerie fire*. Caster level 7th; save DC 9 + spell level.

Drow Traits: The drow fighters are immune to magic *sleep* spells and effects. They have a +2 racial bonus on Will saves against spells or spell-like abilities and a +2 racial bonus on saves against enchantment spells or effects. As drow, they have darkvision (120-foot range) and are entitled to a Search check when within 5 feet of a secret or concealed door as though actively looking for it. Each drow fighter also has light blindness (blinded for 1 round by abrupt exposure to bright light, –1 circumstance penalty on all attack rolls, saves, and checks while operating in bright light) and a +2 racial bonus on Listen, Spot, and Search checks (already figured into the statistics given above).

Possessions: +1 full plate armor, +1 large steel shield, +1 bastard sword, masterwork mighty composite longbow (+3 Str bonus), 10 poisoned masterwork arrows, *+1 ring of protection, +1 amulet of natural armor, +1 cloak of resistance, potion of haste*, antitoxin.

Drow Fighters Powerup

With all the spells they receive, the following changes to the above statistics for the drow fighters are in effect (assuming a result of 3 from their *bull's strength* spells): AC 29, touch 16, flat-footed 24; Atk +14/+9 melee (1d10+8/19–20, *+1 bastard sword*), or +12/+7 ranged (1d8+4/×3, masterwork mighty composite longbow [+3 Str bonus] with masterwork arrows); SV Fort +8, Ref +6, Will +5; Str 19; Jump +9, Listen +4, Move Silently +2, Search +4, Spot +4.

Tactics: The drow's preparations for the ambush are detailed in the opening section of this encounter. The *prayer* spell imposes a –1 penalty on the PCs attacks, damage rolls, saves, and checks. After their initial volley of projectiles, the drow fighters and rogues continue firing while the leader casts *flame strike* on as many PCs as possible, followed by *confusion* on the toughest-looking fighter type. The fighters simply shoot as many arrows as they can, aiming for lightly armored targets. The rogues use their *wands of true strike* and concentrate on well-armored targets.

The next round, the leader casts *slay living* on whichever PC seems to be doing the most damage to the drow and casts *spiritual weapon* against a spellcaster. The fighters and the rogues close to melee range, doing their best to take up flanking positions against the party (if necessary, the rogues use their Tumble skills to get into flanking position). The fighter with the *silence* spell tries to maneuver next to a spellcaster and disrupt spells with verbal components.

The next round, the leader casts *obscuring mist* and *greater magic weapon* on her morningstar (making the morningstar a +3 weapon and increasing her attack bonus and damage accordingly), then moves to melee range.

The next round, the leader casts *circle of doom*, moving to catch as many PCs in the burst as possible. She does not care how many of her own troops she may affect, since their spell resistance might well protect them. If necessary, she casts the spell defensively. After her spell, she strikes any foe she can reach with her morningstar. The fighters and rogues continue their melee attacks, with the rogues once again using their *wands of true strike*.

When the drow's *potions of haste* wear off, they try to escape if they can. At least one of them blankets the area with darkness, and the drow scatter. If unable to break off from combat, they turn and fight as best they can. They will not surrender.

Treasure: Other than their equipment, the drow carry no treasure.

Development: After dispatching the team of ambushers, the drow remaining at Hidden Dell await

their return anxiously. If the ambushers do not return in 12 hours, their comrades abandon the outpost. Any drow who escape after a defeat return to Hidden Dell as noted in the development section for the Inn (area 4), and this event may prompt the drow to withdraw sooner.

If the PCs capture any drow, the prisoners prove to be sullen and uncooperative, but they can be intimidated into revealing the same information that the drow watcher at the inn knows (see the Development section of the Inn encounter (area 4).

Event 3: Barn Dance (EL Variable)

The barn dance is an event that occurs monthly on the night of the full moon (to take advantage of the light). It was a traditional monthly gathering for the farmers and townsfolk when Friezford was a thriving community. Now the ghosts continue the tradition, just as they continue all the other activities that were once normal for their daily lives.

The barn where the dance takes place is the only structure in Friezford that has actually been rebuilt since the town was razed. The ghosts currently use it to store their harvest as well as for the monthly dances. No one but the ghostly villagers can get into the building at any time other than the barn dance (at least not without stealth or a fight). All are welcome at the dances, however, and the drow from Hidden Dell take advantage of these events to help themselves to the villagers' harvest and prepared foods.

Each dance begins at sundown and continues all night. The ghosts vanish through the floor at dawn, and the barn is once again secured. Two hours prior to each dance, the ghosts begin moving the grain, vegetables, and fruits stored here outside to clear the floor for dancing. The drow also arrive early to assist with this process. Once the dance begins, drow take the produce away in wagons. They also remove the baked goods, preserved foods, and other food items that the ghosts have made and brought to the dance for refreshments. The ghosts don't actually eat the food, but they expect it to disappear as the dancers eat, so the drow thefts merely make all seem as it should to the ghosts. Even when such a theft is spotted, the ghosts have no objection to a drow taking a bit of food for his "sick family." In this way, the drow keep their community fed and supplied. By the next morning, the ghosts have forgotten that there was any produce stored in the barn or any leftover food.

During the dance, music can be heard from a distance of 200 yards from the barn. Read or paraphrase the text below.

> Lights shine from the windows of the barn and from its doors, which are flung wide. Inside, men and women in colorful clothing whirl about the floor in a lively group dance of the sort popular among country folk. The sound of hearty laughter joins with the music that spills from the open door. "C'mon in, neighbor!" says a middle-aged man near the door. "You're missin' all the fun!" Behind the host, a starry-eyed young couple sinks slowly into the floor, hand in hand.

Unless the party has already defeated the drow ambush (event 2), live drow mingle freely with ghostly villagers inside the barn, some joining in the dancing, and others chatting with the villagers ringing the walls. The footsteps of these living creatures are clearly audible on the barn's wooden floor. At the front of the barn, on a raised platform, are four ghostly musicians playing instruments and singing. Still other drow are covertly stuffing pies, cakes, baked hams, roast mutton, and other delicacies into sacks and depositing them outside the door. Many ghosts sit at tables and chairs around the dance floor, apparently eating from the plates before them, though no food is actually consumed.

Throughout the festivities, ghosts come and go by rising or sinking through the wooden floor. Nobody seems to notice this remarkable means of ingress and egress. Should a character inquire about it, the drow pretend they don't understand what the PC is talking about. The ghosts just shrug and say that a body has to come and go somehow.

If the PCs have defeated the drow ambush, the drow are absent from the barn dance, and the ghosts notice, remarking on how strange it that none of the neighbors from Hidden Dell are here. "First time I can ever remember them not being here," declares one ghost.

Creatures: There are about three dozen ghosts here, and most seem middle-aged or younger. All the ghosts look like hardworking peasants dressed in their best clothes. Many seem red-faced from their exertions on the dance floor, but a bit on the translucent side just the same. Unless the drow ambush has already occurred, there are a half dozen drow here as well, all dressed in black and looking decidedly corporeal.

If trouble breaks out, a troop of ghost soldiers (guards from the ruined church at area 6) arrive as well.

Ghost Commoners (10 youthful ghosts, 22 mature ghosts, and 6 grizzled ghosts): See the Ghosts of Friezford section.

Ghost Soldiers (6): See the Creatures section of area 6.

Drow (6): See the Creatures section of event 2.

Tactics: If the PCs approach the barn anytime except during the barn dance, the ghosts warn them away, and they might attack (see area 5). During the barn dance, the ghosts aren't hostile unless the PCs turn aggressive, and the drow are content to play the role of peaceful visitors.

If the PCs point out the drow's theft of food and supplies, the ghosts laugh it off: "They could use a bit more meat on their bones anyway! And there's plenty more where that came from, neighbor! Sit down and grab a plate! Better to feed your face than flap your jaw!"

If the PCs attack the drow, the ghosts attack the PCs as best they can using their incorporeal touch attacks and telekinesis abilities, screeching for help all the while. When using their telekinesis powers, the ghost villagers usually settle for seizing and hurling foes.

Any violence here draws the ghost soldiers from the ruined church (area 6), who intuitively sense that something is amiss at the barn. They arrive 2 rounds after hostilities commence, courtesy of their dimension door powers, and join the fray. The soldiers are slightly more savvy fighters than the villagers, and they generally use the tactics described in tactics section of area 6. There are several very heavy objects in the barn that the solders can hurl at the PCs: a millstone, an anvil, and two plows. A hit with the millstone or anvil deals 12d6 points of damage. The plows each deal 6d6 points of damage.

The drow do their best to disengage, since there are few things they hate more than a fair fight. They use the same general tactics as noted in the drow ambush event, but they also make a fighting withdrawal, fighting as best they can while attempting to turn invisible and escape.

Treasure: There's nothing of value here except the equipment the drow carry. Though the food and drink is genuine, the vessels that hold the food and all of the tables and furnishings are objects the ghosts have manifested. When the ghosts depart, the items vanish, leaving the food (and quite a mess) behind.

Development: Ghosts who are destroyed here may reappear later as their rejuvenation powers permit. In any case, none of the ghosts of Friezford remember anything the next day.

Drow who escape make their way back to Hidden Dell and report the party's presence as noted in the development section of the Inn encounter (area 4).

Event 4: Raiders Attack (EL 14)

This event can occur any time the characters venture outside of Friezford, such as when they visit the ruins of the surrounding farms or when they attempt to find Hidden Dell. The ghost lycanthropes in this encounter prefer to hunt during moonlight, but they tend come out whenever there is living prey to be had. The text below assumes that the attack occurs on a clear, moonlit night. Read or paraphrase it as appropriate.

> It's a rare, clear night in this valley, with a bright moon bathing everything in a pale, silver-blue glow. The scent of growing things gives the air a faint perfume despite a slight breeze, and the song of a night bird rings through the air. Abruptly, the birdsong ends, and soft footfalls and a slavering sound become audible, as if a pack of rabid animals was approaching from downwind. A bloodcurdling howl splits the air.

The raiders don't care for sneak attacks, and they make plenty of noise as they approach. The PCs, however, don't get a chance to spot the attackers until they are 30 feet away, thanks to the wooded and overgrown terrain. The base Spot DC is 40. A character with darkvision gets a +10 bonus on the check, and a character with low-light vision gets a +5 bonus on the check. If the spotting character fails the check, the party spots the attackers when the latter are 15 feet away.

Creatures: This group of raiders consists of four ghost werewolves and two ghost dire wolves (formally animal companions of the rangers in the group). The werewolves remain in hybrid form throughout the encounter.

Ghost Dire Wolves (2): Male ghost dire wolf ; CR —; Large undead (incorporeal); HD 6d12; hp 39; Init +2; Spd 50 ft., fly 30 ft. (perfect); AC 13, touch 13, flat-footed 11; Atk +5 melee touch (1d4 Constitution, incorporeal touch); Face/Reach 5 ft. by 10 ft./5 ft.; SA Constitution drain, frightful moan; SQ incorporeal subtype, low-light vision, manifestation, rejuvenation, scent, turn resistance +4, undead traits; AL N; SV Fort +5, Ref +7, Will +6; Str —, Dex 15, Con —, Int 2, Wis 12, Cha 14.

Skills and Feats: Hide +13, Listen +14, Move Silently +5, Search +4, Spot +14, Wilderness Lore +1 (or +5 when tracking by scent).

Constitution Drain (Su): This effect permanently reduces a living opponent's Constitution score by 1d4 points when the ghost dire wolf hits with an

incorporeal touch attack, or twice that amount on a critical hit. The ghost dire wolf heals 5 points of damage (or 10 on a critical hit) whenever it drains Constitution, gaining any excess as temporary hit points.

Frightful Moan (Su): A ghost dire wolf can moan as a standard action. Each living creature within a 30-foot spread must succeed at a Will save (DC 16) or become panicked for 2d4 rounds. This is a sonic, necromantic, mind-affecting fear effect. A creature that successfully saves against the moan cannot be affected by the same ghost's moan for one day.

Incorporeal Subtype: A ghost dire wolf can be harmed only by other incorporeal creatures, +1 or better magic weapons, spells, spell-like abilities, or supernatural abilities. He is immune to all nonmagical attack forms and has a 50% chance to ignore any damage from a corporeal source (except for force effects, such as *magic missiles*, and attacks made with ghost touch weapons). A ghost dire wolf can pass through solid objects (but not force effects) at will. His attacks ignore natural armor, armor, and shields (though deflection bonuses and force effects work normally). He always moves silently (cannot be heard with Listen checks unless desired).

Manifestation (Su): The ghost dire wolf dwells on the Ethereal Plane, and as an ethereal creature, he cannot affect or be affected by anything in the material world. When he manifests, he partly enters the Material Plane and becomes visible but incorporeal there. When manifested, he can strike with his touch attack or a ghost touch weapon. He also remains partially on the Ethereal Plane while manifested, where he is not incorporeal. He can be attacked by opponents on either the Material or Ethereal Plane. The ghost's incorporeality helps protect him from foes on the Material Plane, but not from foes on the Ethereal Plane. When manifested, the ghost dire wolf can be harmed only by other incorporeal creatures, +1 or better magic weapons, spells, spell-like abilities, or supernatural abilities. He is immune to all nonmagical attack forms and has a 50% chance to ignore any damage from a corporeal source (except for force effects, such as *magic missiles*, and attacks made with ghost touch weapons). The manifested ghost dire wolf can pass through solid objects (but not force effects) at will. His attacks ignore natural armor, armor, and shields, though deflection bonuses and force effects work normally. He always moves silently (cannot be heard with Listen checks unless desired).

Rejuvenation (Su): A manifested ghost dire wolf that would otherwise be destroyed returns to its old haunts in 2d4 days with a successful level check (1d20 + 6) against DC 16. To prevent him from rejuvenating, specific steps unique to that ghost (see Laying the Ghosts to Rest section) must be taken to lay him to rest.

Scent (Ex): A ghost dire wolf can detect approaching enemies, sniff out hidden foes, and track by sense of smell

Turn Resistance (Ex): The ghost dire wolf is treated as a 10-HD undead for the purpose of turn, rebuke, command, or bolster attempts.

Undead Traits: A ghost dire wolf is immune to poison, *sleep*, paralysis, stunning, disease, death, effects, necromantic effects, mind-affecting effects, and any effect requiring a Fortitude save unless it also works on objects. He is not subject to critical hits, subdual damage, ability damage, ability drain, or energy drain. Negative energy heals him, and he is not at risk of death from massive damage but is destroyed at 0 hit points or less. The ghost dire wolf has darkvision (60-foot range). He cannot be raised, and resurrection works only if he is willing.

Ethereal Plane: The following changes to the above statistics are in effect against opponents on the Ethereal Plane: Large undead; Spd 50 ft., fly 30 ft. (perfect); AC 14, touch 11, flat-footed 12; Atk +10 melee (1d8+10, bite); SA frightful moan, trip; Str 25.

Trip (Ex): A dire wolf that hits with a bite attack can attempt to trip the opponent as a free action (see Chapter 8: Combat in the *Player's Handbook*) without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the dire wolf. The dire wolf's bonus for required opposed Strength check is +10.

Ghost Human Barbarian Werewolves (2): See the Creatures section of event 1.

Ghost Human Ranger Werewolves (2): See the Creatures section of event 1.

Tactics: The hunters halt when they scent the party (at a distance of 60 feet under these conditions) and go to the Ethereal Plane, where the rangers cast *magic fang* spells on themselves and their barbarian companions. Then they close in howling and using their frightful moan powers. (Since all the ghosts are dead, they don't have to be careful how they use their frightful moan powers; all the hunters are unaffected.)

Once they sight the party, the ghosts use their horrific appearance powers, then move in for melee attacks. They ignore any foes who have fled in panic from the effects of their frightful moan powers and concentrate on those who have stood fast.

When attacking prey on the Material Plane, the ghosts pick out one foe and try to crowd as many attackers around him or her as possible, since they can fly and maneuver through the ground and attack someone from above and below. They use their incorporeal touch attacks to render one victim unconscious before moving on to another foe.

When fighting on the Ethereal Plane, the barbarians rage, and all the ghosts use their speed to set up flanking attacks. The wolves' trip attacks are effective against ethereal foes.

Treasure: The ghosts have no treasure.

Development: Any ghosts destroyed during this encounter may return via their rejuvenation powers. At the DM's option, returning ghosts can attack the PCs again, perhaps joining forces with any surviving or returning ghosts from event 1.

Any ghost that survives or returns after this encounter also warns the evil drow at Hidden Dell, as described in the development section of event 1.

Locations

This section details important locations in the Friezford area.

1. The Caravan Track

This trail winds through the forest, keeping as straight a course as possible given the terrain. It still gets occasional use, and ruts from the wheels of many wagons can be seen here and there. Beginning about 20 miles, east, west, and south of Friezford, stone mileposts announce the distance to the Friezford Inn.

2. The Ford

The Feysong River runs wide, fast, and shallow here—only about a foot deep on average. East and west of the ford, the river can be 30 feet deep or more. There are plenty of shallows and sandbars, but none that offer a reliable crossing. During Friezford's heyday, the locals built stone ramps leading down to the water and a causeway across the river. These structures are still largely intact. At the fork in the caravan trail just north of the ford stands a stone pillar with the top broken off. It is similar to the mileposts along the caravan trail (see area 1), but larger. If the PCs search the undergrowth at the base, they can find a stone pointer labeled Friezford Inn. A character with the stonecunning ability can try to match the pointer with the broken top of the pillar. A successful stonecunning check (DC 25) indicates that it once pointed due north. If the check fails by 5 points or more, a false direction is indicated (roll 1d6: a result of 1–2 indicates west, 3–4 south, and 5–6 east).

3. Ruined Dwellings

This long mound of stone rubble and briars marks the site of a row of houses and also the Friezford village smithy. A strip of well-tended flower gardens separates the ruins from the caravan trail, and large vegetable gardens stand behind.

During daylight, one or two mature ghosts are always here tending the gardens. They have little to say to strangers (see the Dealing with the Ghosts of Friezford section).

The fireplaces in several of the ruined kitchens have been rebuilt, and during the day before the barn dance (event 3), there are six additional ghosts, all youthful, busy cooking and baking.

4. Old Stinky's Place (or The Friezford Inn) (EL variable)

Old Stinky's Place is the villagers' name for the Friezford Inn, a tavern and hostel built by a prominent member of the Friez family some 200 years ago. The original owner passed it down to his son, who later sold it to a pig farmer known as Old Stinky. Since Old Stinky's death about 150 years ago, the inn has been known to the locals as Old Stinky's Place, despite several changes in management since.

Like the rest of Friezford, Old Stinky's Place was destroyed in the attack that wiped out the inhabitants of the town. Nothing is left except a fieldstone foundation, some crumbling remnants of stone walls, and a signpost near what used to be the main entrance. From the post swings a faded wooden sign, hanging by one corner, that says "Friezford Inn." Trees and overgrowth shield the foundation from view on all sides.

The decrepit state of the inn does not disturb the ghosts, who continue to gather there each evening to drink, play games, chat, and while away the time as they did before they died. To them, the building looks the same as it always did. They behave as though Old Stinky's Place were intact and they themselves alive.

Characters seeking the inn must ask a local where Old Stinky's Place is. The village ghosts have forgotten the original name of the place and no amount of asking after the Friezford Inn produces any response other than, "Huh? Never heard of it." Characters asking for the local tavern are greeted with a glimmer of understanding and, "Oh, you want Old Stinky's Place! Go right down the road, turn left at the elm tree, and go

about a quarter mile. Can't miss it—it's right at the ford in the river."

During the day, the ruins stand silent and appear empty—which they are, except for a lone drow rogue who calls himself Theo. Theo keeps watch over the graveyard and ruined temple nearby, ready to alert his superiors if he notices any strangers poking around there. Each night, Theo mixes with the local ghosts, posing as a visiting neighbor. During the day, Theo keeps well out of sight.

Anyone approaching the ruined inn in the evening or night hours can see the following scene. Read or paraphrase the information below for the players.

> Beyond the overgrown trees and bushes, an old stone foundation peeks out of the soil, illuminated by the moonlight. A fragment of stone wall rises sadly from the weeds, its cracked and crumbling surface bearing silent witness to some disaster long past. Within the confines of the foundation, insubstantial-looking humanoids sit on stumps, rocks, and the moss-covered remains of what might once have been furniture. They hold mugs and glasses and appear to be drinking. A few seem to be eating from plates, though the food on the plates remains intact. A fire burns in the shattered remains of a fireplace.
>
> Two or three of the humanoids appear to be throwing something unseen at a certain spot on an imaginary wall. One living being, a dark-skinned humanoid with decidedly elven features and white hair, sits with two ghosts, chatting amiably. A large scrap of wood lies horizontally across the floor near one end of the building. Behind it, an insubstantial human makes swishing motions as though drying glasses.

The ghosts who are throwing something are actually engaged in a game of darts with manifested darts. The dark-skinned elf is a drow who calls himself Theo. He has come to find out about the progress of the dire horses that the ghost farmer called Zellmer is raising.

If the characters enter Old Stinky's Place, the bartender greets them with a friendly wave and offers them a drink on the house. "We serve the finest sour mash in the region, y'know," he says. "Course, you can have beer or whatever else you want, too. Are ya hungry? A silver piece buys a good dinner and a private room for the night." Should the PCs agree, the bartender tells them to slap their money on the bar. With that, the ghost gets busy at the bar and the PCs soon smell food cooking. In a short time, the ghost produces a simple peasant meal with a beverage. (There actually is a supply of food and drink stashed in the ruins, courtesy of the local ghosts.)

The ghostly patrons of the inn give the PCs a casual glance when they enter, then return to their conversations. The drow, however, watches the characters keenly, while half-heartedly maintaining his conversation with his ghostly companions.

Should the PCs ask the barkeep whether he is Old Stinky, or refer to him as such, he becomes angry. "I'm not Old Stinky!" he shouts, drawing momentary attention from the patrons. "Stinky died more than 100 years ago! I'm not even his kin! Can't anyone get it through their heads that Stinky's GONE? I bought this place from Stinky's grandson's third cousin George, after his wife fell in the well and hit her head. Everybody thought she was a goner, but the priest saved her. Was never quite right in the head after that, though . . . kept tryin' to pick mulberries from a dead tree." (In life, the barkeep was Stanley Kulvur, the inn's owner, but he doesn't mention his name unless the PCs specifically ask him for it.)

"Yeah," says a voice from among the patrons, "but George never kept up this place. An' you haven't done nothing with it neither. Look at that paint job! And those cracks in the walls! Why, when I lived here, the place was clean as a whistle and Pa gave it a new paint job every year."

"That's Old Man Friez's great-grandson, Zellmer," the barkeep confides. He lived here before Stinky bought the place. Grew up here, so he claims."

If characters ask the barkeep or any of the patrons about the drow, they receive the following information. "Oh, that's Mert. He's from over there in Hidden Dell. He's one of the Duborgs; his pa raises horses. Gave Zellmer's boy some new stock for breeding." If pressed for further information, the following is forthcoming: "The Duborgs? Sure they're okay. They've lived here for nigh onto 100 years or so. Never caused no trouble. One of 'em married Fran's boy Zeke. Had five kids, they did. The oldest one was a little rambunctious—tore up the countryside a bit—but they was good kids."

Theo is actually one of the evil drow now living in Hidden Dell. He has indeed been talking to Zellmer about their mutual breeding program. Theo and his friends have provided Zellmer with fiendish horses to raise for them, and Theo is checking on the progress of the livestock. Zellmer, of course, sees nothing abnormal about the creatures. Any ghost at the inn can confirm the story. Like Zellmer, they don't think of the horses as abnormal, just very good horses. Anyone at

the inn, however, will tell the PCs (in strictest confidence) that Zellmer always has been just a little odd—fonder of horses than people, really.

If confronted directly, Theo claims to be Mert and insists that he's there with his old friends. However, he often has trouble remembering whose relative he's supposed to be, so he sometimes hesitates in his assertions, waiting for one of the ghosts to supply him with the information. A player character can notice the deception by making a Sense Motive check opposed by Theo's Bluff check.

If the PCs point out to the ghosts that there is no inn, the ghosts insist that the newcomers have had too much to drink. Should any PC attempt to prove the point by walking out through a "wall" (across the foundation), Zellmer maintains that the barkeep should have fixed that hole; the stranger just busted through it. Should multiple such incidents occur, the ghosts begin to whimper in fear and whisper amongst themselves. Finally, one stands up and shouts, "Ghosts! Run for your lives, they're ghosts who can walk through walls!" Thereafter, the ghosts vanish.

Creatures: All the ghosts look like hale and hearty peasants, but they are a bit on the translucent side. The drow (Theo, otherwise known as Mert), looks decidedly solid among the crowd of spirits.

Barkeep (Grizzled Ghost): See the Ghosts of Friezford section.

Ghost Villagers (14 mature ghosts, 5 grizzled ghosts, including Zellmer): See the Ghosts of Friezford section.

Theo: Male drow Rog7/Div1; CR 9; Medium-size humanoid (elf); HD 7d6 plus 1d4; hp 26; Init +4; Spd 30 ft.; AC 16, touch 15, flat-footed 16; Atk +6 melee (1d4+1/19–20, dagger), or +7 melee (1d6+2/18–20, +1 *rapier*), or +12 ranged (1d6+3/×3, masterwork mighty composite shortbow [+1 Str bonus] with +2 *arrows*); SA poison, sneak attack +4d6, spell-like abilities; SQ drow traits, evasion, SR 19, traps, uncanny dodge (Dex bonus to AC, can't be flanked except by a rogue of at least 11th level); AL NE; SV Fort +3, Ref +10, Will +7; Str 12, Dex 18, Con 11, Int 14, Wis 14, Cha 8.

Skills and Feats: Balance +6, Escape Artist +14, Gather Information +9, Hide +14, Innuendo +12, Jump +13, Listen +14, Move Silently +14, Search +4, Spellcraft +6, Spot +14, Tumble +16; Blind-Fight, Point Blank Shot, Precise Shot, Scribe Scroll.

Poison: Theo has coated his arrows with drow poison (Fort DC 17). The initial damage is unconsciousness; the secondary damage is unconsciousness for 2d4 hours.

Spell-Like Abilities: 1/day—*dancing lights, darkness, faerie fire.* Caster level 8th; save DC 9 + spell level.

Drow Traits: Theo is immune to magic *sleep* spells and effects. He has a +2 racial bonus on Will saves against spells or spell-like abilities and a +2 racial bonus on saves against enchantment spells or effects. As a drow, he has darkvision (120-foot range) and is entitled to a Search check when within 5 feet of a secret or concealed door as though actively looking for it. Theo also has light blindness (blinded for 1 round by abrupt exposure to bright light, –1 circumstance penalty on all attack rolls, saves, and checks while operating in bright light) and a +2 racial bonus on Listen, Spot, and Search checks (already figured into the statistics given above).

Evasion (Ex): If exposed to any effect that normally allows a character to attempt a Reflex saving throw for half damage, Theo takes no damage with a successful saving throw.

Spells Prepared (4/3; save DC 12 + spell level): 0—*daze, detect magic, mage hand, ray of frost;* 1st—*expeditious retreat, mage armor, shield.*

Spellbook: 0—*arcane mark, dancing lights, daze, detect magic, detect poison, flare, ghost sound, light, mage hand, mending, open/close, prestidigitation, ray of frost, read magic, resistance;* 1st—*expeditious retreat, mage armor, magic weapon, shield, true strike, unseen servant.*

Possessions: +1 ring of protection, +1 amulet of natural armor, +1 cloak of resistance, +1 rapier, masterwork mighty short composite bow (+1 Str bonus), 10 poisoned +2 *arrows,* dagger, *potion of cure moderate wounds, potion of invisibility, wand of true strike* (28 charges), scroll of *shield,* scroll of *mage armor,* antitoxin, tanglefoot bag, thunderstone.

Tactics: There is no encounter here during daylight. The ghosts are absent and Theo avoids anyone who visits the inn. If need be, he uses his *potion of invisibility* and his *expeditious retreat* spell to escape.

The ghosts aren't hostile unless the PCs turn aggressive, and Theo is wise enough to know that his best chance of surviving the encounter is to keep playing the role of a local. If the PCs attack Theo, the ghosts attack the PCs as best they can using their incorporeal touch attacks and telekinesis abilities. The villagers aren't particularly clever fighters, so they use their telekinesis powers to toss the PCs around.

Theo tries to slip away in the confusion, using his *potion of invisibility* and his *expeditious retreat* spell. He has hidden his bow, arrows, and rapier in the undergrowth near the inn and is currently armed with a dagger. He keeps his wand hidden in his clothing.

Treasure: There's nothing of value here except a cache of food and drink near the fireplace. The

collection includes a 50-gallon barrel of ale (10 gp, 400 lbs.), a 20-gallon cask of sour mash whiskey (40 gp, 160 lbs.), and 9 bottles of excellent wine (12 gp, 1 1/2 lbs. each). The mugs and plates all appear courtesy of the barkeep's manifest object ability, and they all fade away when the barkeep leaves or is destroyed. (The barkeep's manifest object power can maintain objects for a short time here at the inn, just as the rest of the ghosts of Friezford can manifest lasting objects when at the barn.)

Development: Ghosts who vanish from the inn or who are destroyed might reappear as their rejuvenation powers permit.

If Theo escapes, he returns to Hidden Dell by a circuitous route and tells his superiors what transpired. Perceptive groups could track him there. The DC to find and follow Theo's tracks is 23 if the PCs try at night or 20 if they wait until daylight. Theo's winding path covers 12 miles (the normal overland distance from Friezford to Hidden Dell is 7 miles), and it takes him 8 hours to complete the trip, moving at a walk and doing his best to cover his trail. To follow the trail without penalty, a PC must walk at half speed. A PC walking at full speed takes a –5 penalty on Track checks but probably will overtake Theo, provided the character does not lose the trail (a tracking character must make a new check for each mile of trail).

If captured, Theo refuses to talk, but a successful Intimidate check causes him to reveal the following in response to the party's questions.

- Yeah, all the locals are dead. They're ghosts.
- No, the drow didn't kill them. They died in a plague or something—most of them anyway.
- The ghosts are nothing but silly hayseeds who don't even know they're dead! They work away at their farms and don't pay attention to anything.
- We do a little trading with some of the more sensible ones, like Zellmer. The rest pretty much just give us what we want. I don't know why.
- Yes, there are other drow, probably watching you now. (This is a bluff on Theo's part, the PCs can detect it with a Sense Motive check opposed by Theo's Bluff check.)

In addition to the information noted here, Theo is generally acquainted with the history of the area and can relate it as noted under the section on bardic knowledge checks in the introduction. He does not willingly reveal the name or location of Hidden Dell.

5. The Barn

During the fall of Friezford, the barn was the site of the final battle. The building's stone construction made it an appealing final refuge once the inn and the church were destroyed, and it was here that the remaining villagers and soldiers met their deaths. It was also here that Phalloides Friez buried the corpses, under the sod within the original foundation. The mortal remains of all the current ghosts are here (except for Phalloides himself, who is buried in an unmarked grave in the graveyard (area 7), and that is the reason that all the ghosts protect this spot, though they do not know that is the true reason.

Since that epic battle, the ghosts have rebuilt this barn entirely on its old foundation. Because the razing of the barn was connected with their deaths, they did not see it as it was before the fight, unlike the way they did (and still do) all the other buildings in town. And because of their mortal link to it, they were obsessed with rebuilding it when they returned, and they remain obsessed with defending it to this day.

All the wood, fittings, and equipment in the barn are new. A new wooden floor covers the burial ground, and wooden support posts buttress the roof from inside at several points. Overhead is a loft, with access from the ground floor via a ladder at one end and a wooden staircase at the other. The locals store hay and other animal feed there, as well as preserved fruits and vegetables. On the main floor, they store their harvest of grain and other produce.

The ghosts can more easily manifest any of their old possessions within the barn than in other places, since in most cases the originals are close by, carefully buried with them by the priest. In addition, many ghosts can manifest objects that are not buried with them near the barn, a testament to the power of the place. Any items the ghosts manifest here last longer than they would elsewhere—until the ghosts all depart in the morning or are turned.

The ghosts also use the barn for the monthly dances. No one but the ghostly villagers can get into the building at any time other than the barn dance without a fight. If anyone attempts to enter at another time, the ghosts manifest and attack. Anyone, however, is welcome at the dances, and the drow from Hidden Dell take advantage of these events to help themselves to the villagers' harvest and prepared foods.

Read or paraphrase the following if the PCs approach the barn at any time other than during the barn dance:

A two-story, rectangular fieldstone building stands here, surrounded by a rectangle of neatly trimmed grass. The edifice has a steeply pitched slate roof with wide eaves. A big pair of wooden double doors, painted bright red, gives access at one end. A pair of similar doors or shutters sits in the gable above the doors, and a row of smaller, but similar portals sits under the eaves. The stone walls seem clean and sparkling, the paint looks fresh, and the roof looks spotless.

Broken foundations of houses lie all around the place. Briars and other weedy plants run riot everywhere except the lawn around this building.

The whole place was built to last.

Walls: The barn's exterior walls are superior masonry, made of carefully laid and matched stone. They are free of cracks. There are no interior walls.

Exterior Walls: 3 ft. thick; hardness 8; hp 270, break DC 50, climb DC 20.

Doors: An identical pair of good wooden doors stand at each end of the barn, with identical shutters in the gable. Each long side of the barn has a row of hatches along the eaves. The shutters and hatches give access to the loft and allow its contents to be shifted quickly. All the doors, shutters, and hatches are closed and barred from the inside (except during the barn dance, when all are open to create a welcoming atmosphere and for ventilation).

Good Wooden Doors: 1 1/2 in. thick; hardness 5; hp 15; break DC 18.

Floors: The floors on both stories are thick, smooth planks. They make a booming sound, like a drum, when a corporeal creature walks across them. Here and there, the floor planks have knotholes, and a character kneeling down and looking through one can see the space below—an empty space about a foot deep. With a successful Spot check (DC 20), the character notes dozens of low mounds of earth, arranged in regular rows. From the loft, a character gets a view of the main floor.

Nothing happens here unless the PCs come during the barn dance (event 3), or try to enter the barn or come within 100 feet of it when the barn dance is not in progress. In the latter case, a few villagers appear. Read or paraphrase the following:

A quartet of burly-looking farmers literally flies out the stone building, passing through the stone walls as though they were made of smoke. "I'm sorry" says one beefy man, who brandishes a quarterstaff. "Peaceful travelers are always welcome in Friezford, and we don't make no trouble for folks that give us none. But we don't allow strangers to go poking around our barn. Go along now." The man's three companions nod in agreement, also gripping staffs.

These ghosts will converse if the PCs try to speak with them (see the Dealing with the Ghosts), but their responses prove terse and unfriendly. If the PCs try to question them at length or seem to be inclined toward a long conversation, one of the ghosts curtly suggests they go to old Stinky's Place, because that's where folks around here go when they have nothing worthwhile to do.

Creatures: No less than thirty-eight ghosts call the barn home, but only these four (all mature ghosts) are active any time other than during a barn dance. These four ghosts resemble humans in their prime with the tanned arms and faces of people who work outdoors. The four ghosts constantly patrol the barn, and they quickly notice anyone inside or prowling around too close. Six more ghosts from the ruins of the church (area 6) come to help if these ghosts cannot gently persuade unwanted visitors to leave.

4 Mature Ghosts: See the Ghosts of Friezford section.

6 Ghost Soldiers: See the Creatures section of area 6.

Tactics: The ghosts do their best to keep the PCs away from the barn, but they do not attack unless attacked themselves or unless someone actually enters the barn. (A clever party can keep them busy talking while another party member sneaks inside.) Any violence here draws the ghost soldiers from the ruined church (area 6), who intuitively sense that something is amiss at the barn; they arrive 2 rounds after hostilities commence and join the fray.

Treasure: There's nothing of real value in the barn. The graves contain an assortment of mundane goods and the equipment that the ghost soldiers from area 6 use, but finding it would require hours of searching—the graves are at least 6 feet deep, so spells like *detect magic* will not uncover equipment buried in them.

Development: Ghosts who are destroyed here may reappear later as their rejuvenation powers permit.

In any case, none of the ghosts of Friezford remember anything about such an incident the next day.

If the PCs temporarily destroy the ghosts or drive them off, they can explore the barn. If they get a good look under the main floor, they find more than 150 graves, arranged in three rows. A wooden holy symbol of Pelor lies at the head and foot of each row (Phalloides Friez placed them here when burying the bodies). Not every grave here is associated with a ghost. Some of the villagers buried here never became ghosts, and several ghosts have been destroyed over the years by the evil drow and their ghost lycanthrope allies.

6. Ruined Church

The church of Pelor in Friezford was once an impressive complex of stone buildings. It is now a heap of rubble. Read or paraphrase the following when the PCs approach:

> This stone ruin somehow looks composed and stately. It stands on a low hill blanketed with ivy and climbing roses, neatly trimmed. Cracked, but not crumbling stone steps at the west end of the site lead up to a massive foundation that shows the outlines of two square towers, with a long building behind. A lesser stone ruin with a more modest foundation lies to the south, and a low wall, mostly intact, surrounds a grassy area to the northeast.
>
> Great sheets of masonry, mostly intact, lie in heaps atop the main foundation, like a stack of loosely shuffled cards. Not a single weed or speck of moss grows among the stones. An occasional breeze sets the rose and ivy leaves gently swaying and rustling like yards and yards of rippling silk. The fragrance of the roses rides pleasantly on the air.

The original church had two square towers, each 50 feet high, at the west end, with the main structure to the east. This area was only one floor, but it had a ceiling more than two stories high. The towers and main structure stood on the massive foundation that serves as the base of the ruins today. A more modest wing to the south held quarters for the priests and the temple guards. This area occupied the lesser foundation described above. A walled graveyard was located to the northeast of the church, and it remains more or less intact today (see area 7).

The church survived the final attack on Friezford fairly well intact. The place had lost its roof to fire, but the walls still stood. After his death, Phalloides Friez, the oft-absent priest of Friezford, returned here and did his best to drive off the marauding ghost lycanthropes and the evil drow who had taken over Hidden Dell. After unsuccessfully battling the ghost for a few years, the drow constructed a trap for Phalloides'sghost. They enlisted the aid of the surviving ghost lycanthropes and convinced them to harass the ghosts of Friezford unceasingly for about a week. While Phalloides was busy dealing with the lycanthropes, the drow simply created a cell made from permanent *walls of force* in the church crypt. Later, they lured Phalloides into the cell and sealed it off with another permanent *wall of force*, trapping Phalloides and one unfortunate drow male inside.

To help keep Phalloides from ever being rescued, the drow toppled the remaining walls of the church and blocked off all access to the crypts. This accounts for the configuration of the ruins. A character with the stonecunning skill can surmise that the walls must have been pushed or pulled down with a successful check (DC 15).

Phalloides remains trapped in the force cell to this day, with only the inanimate skeleton of the drow and daily visits from Hoson, the ghost of the church's sexton, for company. Hoson was charged with maintaining the church and the graveyard, and he still takes his duties seriously. It is he who keeps the church ruins free of moss and weeds and he who maintains the ivy and roses around the building. As a ghost, Hoson has no trouble entering the blocked crypt, and he tidies up the place at least twice a week. Phalloides has spent decades trying to get Hoson to bring help, but like the other ghosts of Friezford, Hoson remains tied to the church and graveyard and he cannot remember events from day to day. He also cannot concentrate on any task not related to keeping the church and graveyard tidy. A few years ago, Phalloides convinced Hoson that the tons of stone blocking the stairwell leading to the crypt needed tidying up, and the sexton has been clearing the stairwell ever since, from the bottom up. Progress has been very slow, but must of the rubble has been cleared way, leaving only about a foot of unstable masonry at the top of the stairs.

Trap: The covered pit symbol on the map marks the top of the crypt stairs. Anyone walking in this area breaks through the masonry piled here and goes tumbling down the stairs. The opening is some 10 feet wide, but the falling debris creates a funnel in a 20-foot radius, centered on the middle of the pit. Anyone on the ground in that area also falls down the stairs. To make matters worse, a shower of masonry debris falls into the pit, pelting everyone who has fallen in.

Crypt Stairwell Trap: CR 9; mechanical; location trigger; no reset; Reflex saving throw (DC 25) avoids; 40 ft. drop (4d6, fall, plus 8d6, falling masonry); multiple targets (all in chamber); Search (DC 25); Disable Device (N/A).

Notes: Hoson the sexton inadvertently created the pit during his efforts to clear the stairs. The remaining masonry can hold about 40 pounds of weight; any creature weighing more than that makes the masonry collapse. The trap cannot be disabled, but it can be triggered from a distance by throwing or placing more than 40 pounds of weight on it.

Creatures: The ghosts of six soldiers, formerly guards for the church, haunt the ruins. They usually lie quietly, but they may be aroused by violence here, at the barn (area 5), or in the graveyard. There's not much player characters can do here that might disturb the ghosts, but the soldiers will react if anyone falls into the pit.

If the group spends any appreciable time poking around the church ruins during daylight, Hoson eventually ambles by and strikes up a conversation with them. Should the PCs attack Hoson, the ghost soldiers immediately join the fray.

Friezford Ghost Soldier (6): Male human ghost Com 1/War 1/Ftr 6; CR 10; Medium-size undead (incorporeal); HD 1d12+3 plus 1d12 plus 6d12; hp 55; Init +1; Spd fly 30 ft. (perfect); AC 15, touch 15, flat-footed 14; Atk +8 melee touch (1d4 Charisma, incorporeal touch); SA Charisma drain 1d4, telekinesis; SQ dimension door, incorporeal subtype, manifestation, rejuvenation, turn resistance +4, undead traits; AL NG; SV Fort +7, Ref +3, Will +4; Str —, Dex 13, Con —, Int 14, Wis 10, Cha 18.

Skills and Feats: Climb +4, Diplomacy +6, Handle Animal +9, Hide +9, Intimidate +14, Listen +14, Profession (farmer) +5, Ride (horse) +7, Search +10, Sense Motive +5, Spot +13, Use Rope +4; Dodge, Exotic Weapon Proficiency (bastard sword), Iron Will, Simple Weapon Proficiency (quarterstaff), Skill Focus (Handle Animal), Skill Focus (Profession [farmer]), Toughness, Weapon Focus (bastard sword), Weapon Specialization (bastard sword).

Charisma Drain (Su): This effect permanently reduces a living opponent's Charisma score by 1d4 points when a ghost soldier hits with an incorporeal touch attack, or twice that amount on a critical hit. The ghost heals 5 points of damage (or 10 on a critical hit) whenever it drains Charisma, gaining any excess as temporary hit points.

Telekinesis (Su): The ghost soldier can use *telekinesis* (caster level 12th) as a standard action. Once the ghost uses this ability, it must wait 1d4 rounds before using it again.

Dimension Door (Su): The ghost soldier can use dimension door (caster level 12th) as a standard action. Once it uses this ability, it must wait 1d4 rounds before using it again.

Incorporeal Subtype: A ghost soldier can be harmed only by other incorporeal creatures, +1 or better magic weapons, spells, spell-like abilities, or supernatural abilities. He is immune to all nonmagical attack forms and has a 50% chance to ignore any damage from a corporeal source (except for force effects, such as *magic missiles,* and attacks made with ghost touch weapons). A ghost soldier can pass through solid objects (but not force effects) at will. His attacks ignore natural armor, armor, and shields (though deflection bonuses and force effects work normally). He always moves silently (cannot be heard with Listen checks unless desired).

Manifestation (Su): The ghost soldier dwells on the Ethereal Plane, and as an ethereal creature, he cannot affect or be affected by anything in the material world. When he manifests, he partly enters the Material Plane and becomes visible but incorporeal there. When manifested, he can strike with his touch attack or a ghost touch weapon. He also remains partially on the Ethereal Plane while manifested, where he is not incorporeal. He can be attacked by opponents on either the Material or Ethereal Plane. The ghost's incorporeality helps protect him from foes on the Material Plane, but not from foes on the Ethereal Plane. When manifested, the ghost soldier can be harmed only by other incorporeal creatures, +1 or better magic weapons, spells, spell-like abilities, or supernatural abilities. He is immune to all nonmagical attack forms and has a 50% chance to ignore any damage from a corporeal source (except for force effects, such as *magic missiles,* and attacks made with ghost touch weapons). The manifested ghost soldier can pass through solid objects (but not force effects) at will. His attacks ignore natural armor, armor, and shields, though deflection bonuses and force effects work normally. He always moves silently (cannot be heard with Listen checks unless desired).

Rejuvenation (Su): A manifested ghost soldier that would otherwise be destroyed returns to its old haunts in 2d4 days with a successful level check (1d20 + 8) against DC 16. To prevent him from rejuvenating, specific steps unique to that ghost (see Laying the Ghosts to Rest section) must be taken to lay him to rest.

Turn Resistance (Ex): The ghost soldier is treated as a 12-HD undead for the purpose of turn, rebuke, command, or bolster attempts.

Undead Traits: A ghost soldier is immune to poison, *sleep*, paralysis, stunning, disease, death, effects, necromantic effects, mind-affecting effects, and any effect requiring a Fortitude save unless it also works on objects. He is not subject to critical hits, subdual damage, ability damage, ability drain, or energy drain. Negative energy heals him, and he is not at risk of death from massive damage but is destroyed at 0 hit points or less. The ghost soldier has darkvision (60-foot range). He cannot be raised, and resurrection works only if he is willing.

Ethereal Plane: The following changes to the above statistics are in effect against opponents on the Medium-size undead; Spd 30 ft., fly 30 ft. (perfect); AC 22, touch 11, flat-footed 21; Atk +11/+6 melee (1d10+5/19–20, *+1 bastard sword*); or +9/+4 ranged (1d8+2/×3, masterwork mighty composite longbow [+2 Str bonus]); Str 15; Climb +0, Hide +3.

Possessions: +1full plate armor, masterwork large steel shield, *+1 bastard sword*, masterwork mighty composite longbow (+3 Str bonus), 20 masterwork arrows. Note that these possessions are merely ethereal copies of the ghost's real equipment, which is buried in the barn (area 5).

Hoson (Grizzled Ghost): See the Ghosts of Friezford section.

Tactics: The ghost soldiers know their business. When battling foes on the Material Plane, they use their telekinesis powers to hurl huge slabs of masonry at the enemy. A hit with one of these slabs deals 12d6 points of damage. If it becomes clear that the PCs have Armor Classes so good the ghosts can hit them only on a natural 20, they switch to hurling the PCs around instead. When their telekinesis powers are unavailable, they move into melee range and employ their incorporeal touch attacks. Thanks to their manifestation powers, they can use the terrain for cover when attacking. Each ghost soldier using this tactic gains a +10 cover bonus to Armor Class for nine-tenths cover.

The soldiers are much less effective against foes on the Ethereal Plane, and they know it. When dealing with ethereal foes, they use their dimension door and telekinesis abilities to hold their foes at a distance while keeping up a steady fire rate from their bows. They don't give up; they just prefer not to get to close to the foe.

The soldiers will not surrender or give up the fight under any circumstances. If the PCs flee, the ghosts pursue them to the outskirts of the Friezford before giving up the chase. If successfully turned, they return to the fight as quickly as they can.

Treasure: There's nothing of any value to be found here—even the soldiers' equipment fades away if they are destroyed. Their real equipment is buried under the barn (area 5).

Development: As noted earlier, Hoson (the ghostly sexton from the graveyard at area 7) approaches the PCs if they spend any appreciable amount of time here during the daylight hours. In addition, Theo the drow keeps a steady watch on the church ruins and the graveyard. If he sees any strangers poking around either area, he goes to Hidden Dell to inform his superiors.

Should the PCs destroy any ghosts here, their rejuvenation powers may allow them to return, but the returning ghosts have no recollection of their destruction.

6A. The Church Crypt

Should the PCs find their way into the crypt—perhaps by falling into the pit trap in area 6 or by investigating the area from the Ethereal Plane—they come upon the ghost of Phalloides Friez trapped inside his force cell. Read or paraphrase the following:

> You behold a subterranean chamber illuminated by dozens of torches arranged in sconces along the walls. The walls themselves are somber gray marble. Here and there, you see brightly polished bronze plaques on the walls. The chamber's flat ceiling bears a sizable fresco of a solemn face wreathed in wavy sun rays.
>
> Almost directly below the fresco stands a fairly youthful-looking man clad in plate armor with a breastplate bearing a golden symbol just like the one on the fresco. The man paces about, taking exactly four steps before turning smartly to the right, walking another four steps, and turning again. After four turns and sixteen steps, he's back where he started. He keeps his hands clasped tightly behind his back, and he seems to wear a perpetual frown of worry or annoyance.
>
> A steel shield, also bearing a device like the fresco, lies forgotten on the floor, right next to a desiccated humanoid body, which has shriveled to a mere husk.

The symbol on the fresco, armor, and shield is the holy symbol of Pelor, and most PCs can easily recognize it as such. The bronze plaques on the walls mark burials—only a few bodies were interred here before the church was destroyed. The chamber's walls are honeycombed with burial niches, most of them empty and sealed off with slabs of stone.

The pacing figure is Phalloides Friez, who has laid aside his shield. The shriveled corpse is the remains of a drow who was trapped with him. Phalloides kept the drow alive for a time with food and water he created with his spells, but he also unceasingly preached to his fellow captive about the errors of his ways. The poor drow eventually took his own life to escape. Phalloides stopped paying attention to the body long ago.

Creatures: Phalloides has been trapped down here for nearly a hundred years. His regular pacing marks the boundaries of his force cell. He cannot see the walls, but he has come to know exactly where they are. Phalloides is quick to notice visitors to the crypt, especially if they make a lot of noise by falling down the pit trap from area 6. He paces out of habit. If greeted, he responds; otherwise he paces out a few more circuits of his cell before greeting the party on his own.

Ghost of Phalloides Friez: Male human ghost Ari 2/Clr 11; CR 14; Medium-size undead (incorporeal); HD 2d12 plus 11d12; hp 84; Init +0; Spd fly 20 ft. (perfect); AC 14, touch 14, flat-footed 14; Atk SA corrupting gaze, frightful moan, righteous wrath, turn undead 11/day; SQ incorporeal subtype, manifestation, rejuvenation, turn resistance +4, undead traits; AL NG; SV Fort +7, Ref +5, Will +17; Str —, Dex 11, Con —, Int 10, Wis 20, Cha 18.

Skills and Feats: Bluff +9, Concentration +14, Diplomacy +9, Handle Animal +6, Heal +15, Hide +8, Intimidate +6, Knowledge (nature) +2, Knowledge (religion) +3, Listen +15, Ride (horse) +4, Search +8, Spellcraft +7, Spot +19, Swim +4, Wilderness Lore +9; Alertness, Brew Potion, Extra Turning, Iron Will, Lightning Reflexes, Simple Weapon Proficiency (quarterstaff), Track.

Corrupting Gaze (Su): Phalloides can blast living beings with a glance at a range of up to 30 feet. Any creature that meet his gaze must succeed at a Fortitude save or suffer 2d10 points of damage and 1d4 points of permanent Charisma drain.

Frightful Moan (Su): Phalloides can moan as a standard action. All living creatures within a 30-foot spread must succeed at a Will save or become panicked for 2d4 rounds. This is a sonic, necromantic, mind-affecting fear effect. A creature that successfully saves against the moan cannot be affected by Phalloides's-moan for one day.

Righteous Wrath (Su): Phalloides can utter a potent invocation that has the effects of a *holy word* spell (caster level 15th). Once he uses this power, he must wait 1d4+1 rounds before using it again.

Incorporeal Subtype: Phalloides can be harmed only by other incorporeal creatures, +1 or better magic weapons, spells, spell-like abilities, or supernatural abilities. He is immune to all nonmagical attack forms and has a 50% chance to ignore any damage from a corporeal source (except for force effects, such as *magic missiles*, and attacks made with ghost touch weapons). Phalloides can pass through solid objects (but not force effects) at will. His attacks ignore natural armor, armor, and shields (though deflection bonuses and force effects work normally). He always moves silently (cannot be heard with Listen checks unless desired).

Manifestation (Su): Phalloides dwells on the Ethereal Plane, and as an ethereal creature, he cannot affect or be affected by anything in the material world. When he manifests, he partly enters the Material Plane and becomes visible but incorporeal there. When manifested, he can strike with his touch attack or a ghost touch weapon. He also remains partially on the Ethereal Plane, where he is not incorporeal. Phalloides can be attacked by opponents on either the Material or Ethereal Plane. His incorporeality helps protect him from foes on the Material Plane, but not from foes on the Ethereal Plane. When manifested, he can be harmed only by other incorporeal creatures, +1 or better magic weapons, spells, spell-like abilities, or supernatural abilities. Phalloides is immune to all nonmagical attack forms and has a 50% chance to ignore any damage from a corporeal source (except for force effects, such as *magic missiles*, and attacks made with ghost touch weapons). While manifested, he can pass through solid objects (but not force effects) at will. His attacks ignore natural armor, armor, and shields, though deflection bonuses and force effects work normally. He always moves silently (cannot be heard with Listen checks unless desired).

Rejuvenation (Su): If he would otherwise be destroyed, Phalloides returns to his old haunts in 2d4 days with a successful level check (1d20 + 13) against DC 16. To prevent a ghost from rejuvenating, specific steps unique to Phalloides (see below) must be taken to lay him to rest.

Turn Resistance (Ex): Phalloides is treated as a 17-HD undead for the purpose of turn, rebuke, command, or bolster attempts.

Undead Traits: Phalloides is immune to poison, *sleep*, paralysis, stunning, disease, death, effects, necromantic effects, mind-affecting effects, and any effect requiring a Fortitude save unless it also works on objects. He is not subject to critical hits, subdual damage, ability damage, ability drain, or energy drain.

Negative energy heals him, and he is not at risk of death from massive damage but is destroyed at 0 hit points or less. Phalloides has darkvision (60-foot range). He cannot be raised, and resurrection works only if he is willing.

Spells Prepared (6/7+1/5+1/5+1/4+1/3+1/1+1; save DC 15 + spell level): 0—*cure minor wounds* (3), *light, resistance, virtue;* 1st—*command* (2), *cure light wounds**, *inflict light wounds* (2), *remove fear, shield of faith* (2); 2nd—*heat metal**, *inflict moderate wounds, lesser restoration, remove paralysis, spiritual weapon, zone of truth;* 3rd—*inflict serious wounds, invisibility purge, prayer, remove blindness/deafness, searing light** (2); 4th—*fire shield**, *greater magic weapon, inflict critical wounds, restoration, spell immunity;* 5th—*dispel evil, flame strike**, *righteous might, spell resistance;* 6th—*blade barrier, fire seeds**.

*Domain spell. Deity: Pelor. Domains: Healing (cast healing spells at +1 caster level), Sun (greater turning 1/day).

Ethereal Plane: The following changes to the above statistics are in effect against opponents on the Ethereal Plane: Medium-size undead; Spd 20 ft., fly 20 ft. (perfect); AC 23, touch 11, flat-footed 23; Atk +11/+6 melee (1d8+2, *+1 disruption heavy mace*); SA corrupting gaze, frightful moan, righteous wrath, turn undead 11/day; SQ manifestation, rejuvenation, turn resistance +4, undead traits; AL NG; SV Fort +8, Ref +6, Will +18; Str 13, Dex 11, Con —, Int 10, Wis 20, Cha 18.

Skills and Feats: Bluff +9, Concentration +14, Diplomacy +9, Handle Animal +6, Heal +15, Hide +2, Intimidate +6, Knowledge (nature) +2, Knowledge (religion) +3, Listen +15, Ride (horse) +4, Search +8, Spellcraft +7, Spot +19, Swim +5, Wilderness Lore +9; Alertness, Brew Potion, Extra Turning, Iron Will, Lightning Reflexes, Simple Weapon Proficiency (quarterstaff), Track.

Possessions: +1full plate armor, +1 large steel shield, +1 cloak of resistance, ring of protection +1, +1 disruption heavy mace, pearl of Wisdom +2. Note that these possessions are merely ethereal copies of the ghost's real equipment, which is buried in the Friezford graveyard (area 7).

Tactics: Phalloides has no desire to battle the PCs; he only wants out of his prison. He is all but invulnerable to attack while his cell in intact. If the cell is breached, his first instinct is to flee the crypt and check on the welfare of his people. In addition to the force effects, the cell is locked against all planar travel and summoning spells (otherwise, Phalloides would have escaped via *plane shift* or by summoning help with a spell such as *planar ally*). His corrupting gaze attack works through the force walls, but he is not inclined to use it.

Though eager to escape, Phalloides has learned patience over the years and is slow to trust anyone. He would very much like the PCs to release him, but he does not wish to seem desperate or untrustworthy. He begins by introducing himself:

"Greetings, travelers! You see before you Phalloides Friez, servant of Pelor and once the unworthy caretaker of the temple in which you stand. Might I inquire as to your names and the nature of your visit? Also, may I trouble you for the year?"

Beyond this greeting, Phalloides volunteers the following information as appropriate.

- "I am largely a prisoner of my own folly. In life I craved fame, glory, and adventure. I fear I let my own desire to smite evil overcome my desire to serve. I was charged with the welfare, physical and spiritual, of the people in this village, but I often left them in the care of a subordinate while I pursued grander things. One day when I was far away, a grave misfortune fell upon the town, and soon after another also occurred. I returned as soon as I could, but I was too late. It was then that I failed even more profoundly, by giving in to despair. I died, only to be given a second life in unlife. Alas, even then I was foolish, and allowed my enemies to lure me here, where I have been trapped . . . what did you say the year was? For nearly a hundred years."
- "You have little to fear from the unquiet dead who linger in this place. The villagers are harmless. The lycanthropes are killers, but they are not so difficult to defeat. One must be wary of the drow, however. Once the neighboring community of Hidden Dell, just over two leagues south, was a delightful place filled with drow who had thrown off the chains of evil, but those good people have gone to find a safer abode. Those who dwell in Hidden Dell today are wicked and evil."

The PCs have only limited means of verifying that this ghost is indeed Phalloides Friez. Divination spells are blocked by the wall of force, but the divine version of the *true seeing* spell reveals his neutral good aura. Also, the mace he wears at his side matches the description the characters may have of the mace of Phalloides.

If the PCs do not offer to do so, Phalloides eventually makes a plea for them to release him. "Friends, for I dearly hope you are inclined to be so, dare I hope that it is within your power to free me from this prison? None of my own spells have proved sufficient to shift me

from this cell of force or breach its walls, but perhaps you have some magic that could prevail. I have endured the punishment imposed upon me by my own folly for all these years with such grace as I can, but I dearly wish to be free so that I might minister to my people. Though I was too late to save their lives, perhaps I can still save their souls. To that end, I must beg a further service from you—namely, to find an old book that lies buried in the adjoining graveyard, and also to take a jaunt into the Ethereal Plane to bring me that book, a pen, and ink. A fool's errand it may seem, but some two score restless souls are at take."

The only means by which Phalloides'scell can be breached are a *disintegrate* spell or a *Mordenkainen's disjunction* spell. If the characters have neither of these, they must find a way to acquire such magic. Such a side trek is up to the DM and beyond the purview of this adventure.

If the characters negotiate for some recompense in return for freeing Phalloides, he freely offers his mace and equipment, as well as the equipment of the drow corpse. He also offers the church treasury, for which the village has no further need. This treasure is hidden under the ruins, but Phalloides can tell the party where to dig for it.

Treasure: The only items of value here in the crypt are the pieces of equipment once carried by the drow, which include two *+1 short swords*, a set of *+1 mithral chainmail*, *gauntlets of Dexterity +2*, a *+1 mighty short composite bow* (+1 Str bonus), and seven *+2 arrows*. Phalloides is content to let the PCs have the lot, but he will use it as a bargaining chip if he has to.

A hidden vault buried under the church's south wing holds the church treasury, which includes an opal-studded golden chalice (4,000 gp), three diamond-studded silver chalices (700 gp each), two ruby-studded golden plates (1,000 gp each), a diamond-studded golden censer (8,000 gp), and 900 gp. The party is not likely to find this cache without help from Phalloides.

Development: If the characters release Phalloides from his cell, he can conduct them to his grave, from which they must retrieve the parish register. He then requests that the characters bring him the book, as well as a writing implement and ink, on the Ethereal Plane so that he can properly record the deaths of the villagers. When he writes each ghost's name and the date of his or her death into the book, that ghost appears behind him, reads the record, and fades away, permanently laid to rest.

As the last villager is laid to rest, any remaining ghost lycanthropes appear (there are a total of six—two from event 1 [The Wild Hunt] and four more from event 4 [Raiders Attack], plus two ghost dire wolves). The lycanthropes snarl and rush Phalloides, attacking him exclusively. He attempts to turn them, and any clerics in the party can also make such an attempt. Once turned by anyone after the villagers are gone, the ghost lycanthropes are also laid to rest, since the presence of the ghost villagers is the thread that binds the lycanthropes to the world. Once all the villagers and the ghost lycanthropes are laid to rest, Phalloides too fades away with a soft thanks and goodbye to the characters, never to return.

7. Graveyard

As noted earlier, a low wall surrounds this area. The wall is mostly intact, showing only a few cracks and missing stones. There are gates on the west and south sides, and the wall itself is only about 4 feet high—easily climbed or jumped.

Inside the wall, the PCs find a nicely trimmed lawn, with neat rows of headstones. These individual gravesites are unremarkable. Characters who spend some time reading the headstones find the graves of many Friezes, Kulvurs, Duborgs, and Keirs, but nothing particularly noteworthy.

There is also one very low mound that marks a mass grave where nearly 400 plague victims were buried a hundred years ago. The victims were first cremated, and their bones and ashes were interred here. A smaller mound marks the spot where the lycanthropes killed in the final battle of Friezford were cremated and buried. The large mound has a grave maker that merely notes that 400 citizens of Friezford lie here. The smaller mound is unmarked, but it sports a thriving bed of wolvesbane.

There has been no one else buried here since. The victims of the lycanthrope attacks are buried under the barn (area 5), except Phalloides Friez himself, who lies in an unmarked grave in the southwest corner of the graveyard, next to the main foundation of the church. The good drow who buried him here thought it best to leave the grave unmarked so as to reduce the chance that it would be found and looted.

If the characters visit the graveyard in daylight, they'll meet Hoson, who spends nearly all his waking hours maintaining the grounds.

Creatures: Hoson looks like one might expect a country sexton to look—tall but slightly stooped, with a sun-browned face and arms. He wears sturdy breeches, a slightly soiled shirt, and a short apron. A collection of small gardening tools hangs from his belt, including a pair of shears, a trowel, and a sickle.

Unlike most of the other ghosts of Friezford, Hoson is happy to talk. He usually works while he gabs, however, often crawling around on his hands and knees and clipping grass while talking steadily. Hoson can relate the history and demise of Friezford, as noted in the adventure background, and can add the following:

- That big mound there, that's where we buried all the victims of the plague. Seemed like half the village. A real pity. Had to burn 'em all first, on account of the plague and all. Our priest, Phalloides Friez—fine man—was away at the time, and his acolytes had a dickens of a time recording all the burials properly in the church register. Phalloides has never been too happy with the job they did.
- That lesser mound—now I'm none too sure what's up with that. I was laid up for a time after the big burial. I guess there must be some outsiders buried there.
- Phalloides? Oh he's still around. Spends all his time studying down in the crypt. Can't think what he's studying down there, but that's were he stays, all day long.
- The parish register? Hmmm. Phalloides always kept that in his study. I s'pose it must still be there.

Development: Like the other ghosts of Friezford, Hoson doesn't quite realize he's a ghost, but he can be convinced, just like the other ghosts can (see the Dealing with the Ghosts section). He likewise does not recognize that Phalloides Friez is a ghost. Should the PCs ask him if they can see Phalloides, Hoson directs them to go into the church and take the stairs down to the crypt. If the characters ask, he'll guide them there by taking them right to the pit trap. Hoson doesn't mean any harm by this; he simply doesn't realize it's a hazard. If the PCs hesitate when they reach the ruins of the church, Hoson sinks down through the rubble, mumbling something about finishing his cleanup of the stairs.

Hoson (Grizzled Ghost): See the Ghosts of Friezford section.

8. Farms

Only the six farms closest to Friezford are shown on the map. The ruins of at least a dozen more can be seen from the town.

Each farm consists of the shell of a two-story stone house, a low stone wall, and the wrecks of a few outbuildings. Each house had space for animals on the ground floor and living quarters for the family above. Acres of fields spread out from the buildings, forming islands of tilled land amid the encroaching forest. Most farms have at least one resident ghost who toils in the fields. These ghosts have the typical Friezford reaction to strangers (see the Dealing with the Ghosts section).

8A. Zellmer's Farm (EL 12)

This farm looks like all the others in the area, except that the house is in a little better shape—almost livable. Zellmer Friez, who was quite elderly when Friezford was destroyed, is slightly more aware of what's happening in the living world than his fellow ghosts, and he and his son have taken up horse raising. Unfortunately, they got their stock from the evil drow of Hidden Dell, who supplied him with the foals of fiendish dire horses.

Creatures: Zellmer is every inch the crotchety old farmer. He has a reddish, wrinkled face that looks like a dried-out apple, a scrawny neck, and a permanent crick in his back. His fiendish horses are his pride and joy; they have tried to maul him several times. Fortunately for Zellmer, the horses can't really harm a ghost.

Zellmer's son, a mature ghost, is busy tending the horses and gives curt answers to anyone who bothers him.

Zellmer's horses are supposed to serve as breeding pairs for a whole herd that eventually will become mounts for evil drow of Hidden Dell. If the plan succeeds, the drow could go even farther afield during their slaving raids on the countryside, and they will have a powerful combat force at their disposal as well. The two creatures have recently reached adulthood, and they are vicious things that love to kill.

Zellmer Friez (Grizzled Ghost): See the Ghosts of Friezford section.

Abe Friez (Mature Ghost): See the Ghosts of Friezford section.

Fiendish Advanced Dire Horses (2): CR 8; Large Magical Beast; HD 16d8+128; hp 200; Init +2; Spd 60 ft.; AC 17, touch 11, flat-footed 15; Atk +20 melee (1d6+9, 2 hooves) and +15 melee (1d4+4, bite); Face/Reach 5 ft. by 10 ft./5 ft.; SA smite good; SQ cold resistance 20, DR 10/+3, fire resistance 20, low-light vision, scent, SR 25; AL NE; SV Fort +18, Ref +12, Will +12; Str 28, Dex 14, Con 26, Int 3, Wis 14, Cha 10.

Skills and Feats: Hide –2, Listen +8, Spot +8.

Smite Good (Su): Once per day the creature can make a normal attack to deal an additional 16 points of damage against a good foe.

Tactics: Zellmer acts much like the other ghosts of Friezford, except that if the PCs meet him, he is sure to invite them to visit the horses in the stable. If attacked, Zellmer uses his telekinesis and incorporeal touch abilities as best he can, while whistling for his horses.

Unless Zellmer calls for help, the horses pretend to be normal animals, though their massive size makes it clear that they are anything but ordinary. If the PCs approach, the creatures munch hay and whinny a little bit. Once anyone comes with melee reach, however, they attack, using their smite good power without delay.

Development: If the PCs come to the farm, Zellmer either warns Theo at the Inn (area 4) or goes to Hidden Dell himself. He is sure the PCs are up to no good.

8B. Crop Circle (EL 5)

This farm is similar to all the others in the area. Not far from the ruined house, however, lies a perfect circle of flattened grain nearly 100 yards across. Some evil drow from Hidden Dell made it a few nights ago using a board and a long rope in an attempt to upset the equanimity of the Friezford ghosts.

Creatures: If the PCs visit the crop circle during the day, they find a grizzled ghost studying the circle with a calm, unhurried manner. "Darndest thing I ever did see," says the ghost to no one in particular. "Musta been a freak tornado."

Farmer (Grizzled Ghost): See the Ghosts of Friezford section.

Development: A Wilderness Lore check (DC 20) for tracking reveals that the crop circle was made about three days ago. A similar check (DC 28) reveals the tracks of two Medium-size bipeds leading toward the ford (area 2), where they disappear.

9. Hidden Dell (EL Variable)

This area is not shown on the map. It is a deep cleft in the mountains about 7 miles from Friezford. Thanks to the rugged, forested terrain, it is hard to see from the air and even harder to find when traveling overland. To find it, the PCs must track one of the drow back here, get directions from Phalloides, or use divination magic.

Some twenty drow use the area as a base for slave and caravan raids, but only a few of them are present at any given time. There are about a dozen stone huts partially buried in the mountainside, each with an escape tunnel that opens out below the dell.

Creatures: Other than the resident drow, Hidden Dell is home to nine wretched human captives whom the drow have captured during their raids, and a flock of nineteen fiendish ravens. If the PCs defeat the drow in event 2 before coming here, they find the place abandoned. The surviving drow prefer to flee rather than defend a rustic surface outpost.

Drow (6): See the Creatures section of event 2.

Fiendish Ravens (19): CR 1/6; Tiny magical beast; HD 1d8; hp 4; Init +2; Spd 10 ft., fly 40 ft. (average); AC 14, touch 14, flat-footed 12; Atk +4 melee (1d2–5, claw); Face/Reach 2 1/2 ft. by 2 1/2 ft./0 ft.; SA smite good; SQ cold resistance 5, darkvision 60 ft., fire resistance 5, low-light vision, SR 2; AL NE; SV Fort +2, Ref +4, Will +2; Str 1, Dex 15, Con 10, Int 3, Wis 14, Cha 6.

Skills and Feats: Hide +10, Listen +6, Spot +6; Weapon Finesse (claw).

Smite Good (Su): Once per day the creature can make a normal attack to deal an additional 1 point of damage against a good foe.

Human Captives (9): All 1st-level human commoners or experts.

Tactics: The drow use their flock of fiendish ravens to scan the area for intruders. If the PCs come here before the drow ambush occurs (see event 2), the drow lie low and attack, using the sane tactics used in the event 2. The ravens do not fight; they merely scout for the drow.

If the PCs arrive unseen (perhaps by using teleportation magic), they may surprise the drow. In this case, run the drow ambush event, except that the drow have no time to use all their preparatory spells. Instead, they try to withdraw, regroup, and counterattack.

Treasure: Since the drow carry just about everything they own with them, the characters find very little when they search Hidden Dell after it has been abandoned. However, if the drow did not abandon the place before the PCs arrive, the nine captive humans are chained up in one of the huts. The party can collect a small reward (450 gp) for their return. Another hut contains loot from the raids. The booty includes 6,000 gp, 650 pp, seven bolts of silk worth 500 gp each, and ten gold candlesticks worth 100 gp each.

Further Adventures

Aside from returning the human captives to their homes and collecting the reward they have earned, several other options exist for further adventures. One such adventure includes tracking down and delving into the goals of the drow (if any yet live) that fled the area. Perhaps they have a larger plan, and the PCs stumbled onto only part of their activities. The trail could lead them underground or to other such communities that the drow have infiltrated or simply taken over.

ABOUT THE AUTHORS

Longtime partners in crime Skip and Penny Williams emigrated to Washington state in 1997 from the D&D® game's hometown, Lake Geneva, WI. They now live in the Seattle area but plan a return to Wisconsin soon. Skip worked for TSR, Inc./Wizards of the Coast for 20 years, most recently as a Senior Designer; Penny for 8, most recently as a Senior Editor. Skip's credits include being coauthor of the new D&D game and the *Forgotten Realms Campaign Setting* book; Penny's include editing for nearly every major RPG line Wizards of the Coast has produced. Skip and Penny have also written numerous adventures together for the RPGA™ Network and the Wizards of the Coast website. Now involved in freelance design and editing full time, the two still get their most diabolical ideas from each other.